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 LIMITED LIABILITY COMPANY

**UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK**

THE VANTONE GROUP LIMITED
 LIABILITY COMPANY, a New York
 Limited Liability Company,

Plaintiff,

v.

YANGPU NGT INDUSTRIAL CO.,
 LTD, a China Corporation;
 VANTONE HOLDINGS CO., LTD., a
 China Corporation;
 CHINA CENTER NEW YORK LLC, a
 Delaware Limited Liability;
 VANTONE REALTY CORPORATION,
 a Texas corporation;
 VANTONE HOLDINGS, LTD, an entity
 of unknown form and origin;
 VANTONE PROPERTY NY LLC, a
 New York limited liability company;
 VANTONE RESIDENCES LLC, a New
 York limited liability company;
 VANTONE US LLC, an entity of
 unknown form and origin; VANTONE
 US INC., a Delaware corporation
 BEIJING VANTONE REAL ESTATE
 CO., LTD, an entity of unknown form
 and origin;
 BEIJING VANTONE ZHENGQI
 INVESTMENT MANAGEMENT
 COMPANY, an entity of unknown form
 and origin;
 HAINAN VANTONE YUFENG
 INVESTMENT CO., LTD, an entity of
 unknown form and origin;

Case Number: 13-CIV-7639

**SECOND AMENDED COMPLAINT
 FOR DAMAGES AND
 INJUNCTIVE RELIEF**

1. **Trademark Infringement**
 (15 U.S.C. § 1114)
2. **False Designation of Origin**
 (15 U.S.C. § 1125(A))
3. **Cybersquatting**
 (15 U.S.C. § 1125(d))
4. **Cancellation of Federal
 Registration**
 (15 U.S.C. §1064)
5. **Infringement under NY Law**
 (N.Y. Gen. Bus. Law § 360-k)
6. **Injury to Business Reputation
 and Dilution under NY Law**
 (N.Y. Gen. Bus. Law § 360-l)
7. **Deceptive Business Acts or
 Practices**
 (N.Y. Gen. Bus. Law § 349)
8. **False Advertising**
 (N.Y. Gen. Bus. Law § 350)
9. **Use of Name with Intent to
 Deceive**
 (N.Y. Gen. Bus. Law § 133)
10. **Common Law Passing Off and
 Unfair Competition**
11. **Unjust Enrichment**
12. **Declaratory Relief**

(DEMAND FOR JURY TRIAL)

VAMERICA LLC, a Delaware limited liability company; VAMERICA FUND LCC, a Delaware limited liability company; DURST ORGANIZATION INC, an entity of unknown form and origin; 1 WORLD TRADE CENTER LLC, a Delaware limited liability company; THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY, an entity of unknown form and origin; VANTONE INDUSTRIAL CO., LTD, an entity of unknown form and origin; BEIJING VANTONE INDUSTRY COMPANY; an entity of unknown form and origin; VANTONE INTERNATIONAL HOLDINGS, a California corporation; VANTONE INTERNATIONAL, LLC, a Delaware limited liability company; VANTONE INTERNATIONAL GROUP, INC., a Nevada corporation; FENG LUN, an individual; JONATHAN HEATH, an individual; and DOES 1-10, inclusive.

Defendants.

Plaintiff THE VANTONE GROUP LIMITED LIABILITY COMPANY ("Vantone" or "Plaintiff") alleges as follows:

1. Vantone is the record owner of the federally registered trademark THE VANTONE GROUP for Real Estate Brokerage services (Reg. No. 3,856,724) ("the '724 registration"). A true and correct copy of the Registration Certificate for the '724 Registration is attached as **Exhibit 1**.

2. Vantone is also the record owner of the federally registered trademark THE VANTONE GROUP for financial and investment services, namely, management and brokerage in the fields of stocks, bonds, options, commodities, futures and other securities, and the investment of funds of others (Reg. No. 4,238,285) ("the '285 Registration"). A true and correct copy of the Registration Certificate for the '285 Registration is attached as **Exhibit 2**.

3. On May 7, 2012, Vantone applied for registration of the Chinese character transliteration of its federally registered trademarks THE VANTONE GROUP (App.

No. 85618998)(“the ‘998 Application”). A true and correct copy of the trademark application for the ‘998 Application is attached as **Exhibit 3**.

4. Vantone is also the record owner of the New York State Service Mark THE VANTONE GROUP for real estate brokerage services (Reg. No. S21282)(“the ‘NY Service Mark”). A true and correct copy of the New York State Department of State Certificate of Service Mark Registration for the NY Service Mark is attached as **Exhibit 4**.

5. This action arises from Defendants’ unauthorized use of marks for competing real estate and financial services which are identical and/or confusingly similar to Plaintiff’s federally registered trademarks, from Defendants’ registration of several domains incorporating Plaintiff’s English trademarks, and from Defendants’ registration of two Chinese character marks which wholly incorporate the Chinese translation and/or transliteration of the dominant portion of Plaintiff’s federally registered trademarks.

6. By using a trade name and trademark that is identical and/or confusingly similar to Plaintiff’s trademarks or the dominant portion thereof, Defendants have caused and are likely to continue to cause confusion between Plaintiff’s and Defendants’ competing real estate and financial and investment services. Consequently, Plaintiff seeks injunctive relief and damages under the federal Lanham Act (15 U.S.C. §§ 1051 *et. seq.*).

I.

JURISDICTION

7. The Court has personal jurisdiction over Defendants because, on information and belief, Defendants have maintained minimum contacts with the state of New York. Defendants have continuously and systematically marketed their infringing real estate and financial services in New York. Because these actions form the basis of Plaintiff’s action, there is also specific jurisdiction.

8. This Court has subject matter jurisdiction over this matter pursuant to 15

1 U.S.C. § 1121 and 28 U.S.C. §§ 1331, 1332, 1338, and 1367. Plaintiff's claims are
 2 based on violations of the Lanham Act, as amended, 15 U.S.C. §§ 1051, *et seq.* The
 3 Court has jurisdiction over the state law claims pursuant to 28 U.S.C. §§ 1332, 1338(b),
 4 and 1367.

5 9. Venue lies in the Southern District of New York pursuant to 28 U.S.C. §
 6 1391(b) and (c). Plaintiff is informed and believes that Defendants have transacted
 7 business in this judicial district, and a substantial part of the events, omissions, and
 8 injuries giving rise to Plaintiff's claims occurred in this judicial district.

9 II.

10 THE PARTIES

11 10. Plaintiff THE VANTONE GROUP LIMITED LIABILITY COMPANY
 12 is a New York Limited Liability Company doing business at 410 Park Avenue 15th
 13 Floor, New York NY 10022. Vantone provides high end real estate brokerage services
 14 in New York City. Vantone is one of the preeminent real estate companies in New
 15 York City. Vantone was formed as New York State limited liability company on April
 16 18, 2007. It has been licensed in the State of New York as a real estate brokerage since
 17 at least January 8, 2008. A true and correct copy of Plaintiff's brokerage license is
 18 attached as **Exhibit 5**.

19 11. On information and belief, Defendant YANGPUNGT INDUSTRIAL CO.,
 20 LTD ("Yangpu") is a Chinese company whose principle place of business is at No. 236
 21 Zhonghang Building YangpuGuandhua Co. Hainan China. Plaintiff is also informed
 22 and believes that Yangpu maintains an office at 7 World Trade Center, 33/F, 250
 23 Greenwich Street, New York, New York 10007. Yangpu is the named applicant on the
 24 now abandoned trademark application nos. 85208425 ("the '425 application") and
 25 85326938 ("the '938 application") for VANTONE, which applications Yangpu
 26 abandoned after Plaintiff opposed their registration based on the fact that they wholly
 27 incorporated the dominant portion of Plaintiff's federally registered marks. Yangpu is
 28 the owner of federal trademark registration nos. 4230555 ("the '555 registration"),

4234787 (“the ‘787 registration”), and 4,339,146 (“the ‘146 registration”) for three Chinese character marks. Yangpu is also the named applicant on trademark application nos. 85593012 (“the ‘012 application”), 85593004 (“the ‘004 application”), 85592987 (“the ‘987 application”), 85592980 (“the ‘980 application”), 85592976 (“the ‘976 application”), 85592974 (“the ‘974 application”) (collectively “the Vamerica applications”), for the English word VAMERICA and Chinese characters. On information and belief Defendant YANGPU NGT INDUSTRIAL CO., LTD is doing business in New York, including real estate and financial services.

12. On information and belief, Defendant VANTONE HOLDINGS CO., LTD. (“Holdings Co.”) is a Chinese company doing business at B-8, Vantone New World Plaza, #2, Fuchengmenwai Street, Xicheng District, Beijing, China. On information and belief, Holdings Co. is an entity doing business in New York City. On information and belief, VANTONE HOLDINGS CO. LTD. is the head of the “Vantone” entity/joint venture which is structured as a network of shell companies and operates as one entity. On information and belief, VANTONE HOLDINGS CO. LTD. used to be named BEIJING VANTONE INDUSTRIAL CO. LTD until the name was changed in 2010. On information and belief, VANTONE HOLDINGS CO. LTD. is currently the sole shareholder of Defendant VANTONE US INC., which is in turn the sole member of Defendant VAMERICA LLC, which is in turn the sole member of Defendant CHINA CENTER NEW YORK LLC. VANTONE HOLDINGS CO. LTD. is the alter ego of these entities. On information and belief, Holdings Co. has, in its own right and/or in the name of an affiliate/subsidiary, leased space in One World Trade Center for its “China Center” project, and has invested in joint ventures in at least two residential projects in New York City. On information and belief Defendant VANTONE HOLDINGS CO., LTD is in the business of real estate development and real estate fund management, real estate property management and real estate financing. On information and belief, Defendant VANTONE HOLDING CO., LTD’s investment management wing includes its subsidiary Defendant BEIJING VANTONE ZHENGQI

1 INVESTMENT MANAGEMENT COMPANY. On information and belief, Defendant
2 VANTONE HOLDINGS CO., LTD does not separate any results for its investment
3 vehicles from its total earnings.

4 13. On information and belief, Defendant CHINA CENTER NEW YORK
5 LLC (“China Center LLC”), is a Delaware Limited Liability and subsidiary and alter
6 ego of Defendant Holdings Co. China Center LLC has leased space in One World
7 Trade Center for its “China Center” project. On information and belief, China Center
8 LLC and/or its affiliates which make up the single entity/joint venture call China Center
9 LLC and/or its project the “Vantone China Center.” On information and belief, China
10 Center LLC, through its Director of Strategic Partnerships and Programs, Yan Tai,
11 registered www.vantoneusinc.com and www.vantoneusllc.com. On information and
12 belief Defendant CHINA CENTER NEW YORK LLC maintains a marketing office at
13 7 World Trade Center, 33th flr, New York, NY 10007, and is doing business in New
14 York, including real estate and financial services including specifically advertising,
15 promoting and acquiring contracts for the “China Center” aka “Vantone China Center”
16 to be opened at 1 World Trade Center.

17 14. On information and belief, Defendant VANTONE REALTY
18 CORPORATION, is a Texas corporation, claiming a business location at 12520 Al
19 Westheimer #139, Houston, Texas 77077, and is an affiliated, related, parent or
20 subsidiary company of one or more of the other Defendants, and by that relationship is,
21 on information and belief, doing business in New York, and in addition to directly
22 infringing Plaintiff’s THE VANTONE GROUP mark, is also aiding and abetting the
23 infringement of Plaintiff’s THE VANTONE GROUP mark. Defendant VANTONE
24 REALTY CORPORATION is also known as VANTONE REALTY CORP. On or
25 about May 5, 2012, Defendant VANTONE REALTY CORPORATION filed Form S-1
26 with the United States Securities and Exchange Commission to become a publicly
27 traded company. An individual named Tian Su Hua purports to be the President,
28 Principal Executive Officer, Principal Financial Officer, Principal Accounting Officer,

1 Secretary, Treasurer and sole member of the Board of Directors for Defendant
2 VANTONE REALTY CORPORATION.

3 15. On information and belief, Defendant VANTONE HOLDINGS, LTD is
4 a British Virgin Islands Company, doing business in New York, including owning of
5 real estate, and is an affiliated, related, parent or subsidiary company of one or more of
6 the other Defendants and in addition to directly infringing Plaintiff's THE VANTONE
7 GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE
8 VANTONE GROUP mark. On information and belief, VANTONE HOLDINGS LTD
9 is the sole member of Defendant Vantone Residences LLC and Vantone Properties NY
10 LLC and is the alter ego of both of these entities. On information and belief,
11 VANTONE HOLDINGS LTD was at one time the sole member of Defendant China
12 Center LLC. On information and belief, VANTONE HOLDINGS LTD's sole member
13 is Defendant Feng Lun.

14 16. On information and belief, Defendant VANTONE PROPERTY NY LLC
15 is a New York limited liability company, whose registered agent is Defendant China
16 Center New York LLC, and is doing business in New York at 7 World Trade Center
17 33/F, 250 Greenwich Street, New York, NY 10007, including owning of real estate, and
18 is an affiliated, related, or subsidiary company of one or more of the other Defendants
19 and in addition to directly infringing Plaintiff's THE VANTONE GROUP mark, and
20 is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP
21 mark. On information and belief, VANTONE PROPERTY NY LLC's sole member is
22 VANTONE HOLDING LTD, was at one time Defendant China Center LLC and it has
23 no employees, no separate office, and is merely a shell holding company. On
24 information and belief, its managers are or have been Zhu Ye (aka Daniel Zhu) and Xue
25 Ya.

26 17. On information and belief, Defendant VANTONE RESIDENCES LLC is
27 a New York limited liability company, whose registered agent is Defendant China
28 Center New York LLC, and is doing business in New York at 7 World Trade Center

33/F, 250 Greenwich Street, New York, NY 10007, including owning of real estate, and is an affiliated, related, parent or subsidiary company of one or more of the other Defendants and in addition to directly infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief, VANTONE RESIDENCES LLC's sole member is VANTONE HOLDING LTD, was at one time Defendant China Center LLC and it has no employees, no separate office, and is merely a shell holding company. On information and belief, its managers are or have been Zhong Dongdong and Xue Ya.

18. On information and belief Defendant VANTONE US LLC is a Delaware limited liability, doing business in New York, including owning of real estate at One Battery Park Plaza, 5F, New York, NY 10004 (where, on information and belief, it maintains, or has maintained, an office), and other places, and is an affiliated, related, or subsidiary company of one or more of the other Defendants and in addition to directly infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief, in 2010 Defendant VANTONE US LLC was granted an interest in both 1 World Trade Center and 7 World Trade Center from Defendant CHINA CENTER NEW YORK LLC. On information and belief Defendant VANTONE US LLC is now known as Defendant VAMERICA LLC. On information and belief, VAMERICA LLC's sole member is Defendant VANTONE US INC and it is itself the sole member of Defendant China Center LLC.

19. On information and belief Defendant VANTONE US INC. is a Delaware corporation, doing business at 250 Greenwich Street, 33/F New York, NY 10007 and other places, and is an affiliated, related, parent or subsidiary company of one or more of the other Defendants and in addition to directly infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief, VANTONE US INC's sole shareholder is Defendant VANTONE HOLDINGS CO. LTD f/k/a Beijing

1 Vantone Industrial Co. Ltd. On information and belief, VANTONE US INC. is the sole
2 member of VAMERICA LLC f/k/a VANTONE US LLC.

3 20. On information and belief Defendant BEIJING VANTONE REAL
4 ESTATE CO., LTD is a Chinese corporation, doing business in New York, and is an
5 affiliated, related, or subsidiary company of one or more of the other Defendants and
6 in addition to directly infringing Plaintiff's THE VANTONE GROUP mark, and is also
7 aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark. On
8 information and belief, Defendant BEIJING VANTONE REAL ESTATE CO., LTD
9 built/is building the Vantone China Center for Defendants in the 1 World Trade Center
10 Building. On information and belief, BEIJING VANTONE REAL ESTATE CO LTD's
11 majority shareholder is Defendant VANTONE HOLDING CO LTD. On information
12 and belief, BEIJING VANTONE REAL ESTATE CO LTD has conducted presentations
13 and produced and distributed brochures advertising and promoting the China Center
14 project under the "Vantone" mark. On information and belief, BEIJING VANTONE
15 REAL ESTATE CO LTD negotiated the lease for both 7 and 1 World Trade Center,
16 which leases were eventually consummated in the name of affiliate/shell entity China
17 Center LLC. On information and belief, BEIJING VANTONE REAL ESTATE CO
18 LTD paid for the tenant improvements at 7 World Trade Center and is paying for the
19 tenant improvements at 1 World Trade Center. On information and belief, BEIJING
20 VANTONE REAL ESTATE CO LTD, on behalf of VANTONE HOLDINGS CO LTD
21 directs all activities of all affiliates in the United States, including Defendant China
22 Center LLC, Vantone US Inc, Vamerica LLC f/k/a Vantone US LLC, Vamerica Fund
23 LLC, Vantone Residences LLC, and Vantone Properties NY LLC.

24 21. On information and belief Defendant BEIJING VANTONE ZHENGQI
25 INVESTMENT MANAGEMENT COMPANY, is an entity of unknown form and
26 origin, doing business in New York, and is an affiliated, related, parent, or subsidiary
27 company of one or more of the other Defendants and in addition to directly infringing
28 Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the

1 infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief
 2 Defendant BEIJING VANTONE ZHENGQI INVESTMENT MANAGEMENT
 3 COMPANY, is the investment management wing of Defendant VANTONE
 4 HOLDINGS CO., LTD.

5 22. On information and belief Defendant HAINAN VANTONE YUFENG
 6 INVESTMENT CO. LTD is an entity of unknown form and origin, doing business in
 7 New York, and is an affiliated, related, parent, or subsidiary company of one or more of
 8 the other Defendants and in addition to directly infringing Plaintiff's THE VANTONE
 9 GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE
 10 VANTONE GROUP mark. On information and belief Defendant HAINAN VANTONE
 11 YUFENG INVESTMENT CO. LTD is doing business in New York, including real
 12 estate and financial services.

13 23. On information and belief Defendant VAMERICA LLC is a Delaware
 14 limited liability company, doing business in New York, located at 250 Greenwich
 15 Street, 33/F, New York, NY 1007, and is an affiliated, related, parent, or subsidiary
 16 company of one or more of the other Defendants (100% owned by Defendant
 17 VANTONE US INC) and in addition to directly infringing Plaintiff's THE VANTONE
 18 GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE
 19 VANTONE GROUP mark. On information and belief, Defendant VAMERICA LLC
 20 is a New York-based international real estate investment arm of Defendant VANTONE
 21 HOLDINGS CO., LTD., and Defendant VAMERICA LLC's operations include direct
 22 investment, fund management and consulting services in real estate, and on behalf of
 23 Defendant VANTONE HOLDINGS CO., LTD, Defendant VAMERICA oversees the
 24 development and operations of its "Vantone" China Center New York project with a
 25 total investment of \$80 million and is the sole member of China Center LLC. Defendant
 26 VAMERICA also operates a portfolio of real estate funds, and, provides real estate
 27 advisory services to Defendant VANTONE HOLDINGS CO., LTD, and/or their
 28 affiliates, related entities and subsidiaries. On information and belief, Defendant

VAMERICA, LLC was previously known as Defendant VANTONE US LLC.

24. On information and belief Defendant VAMERICA FUND LLC is a Delaware limited liability company, doing business in New York, and is an affiliated, related, parent, or subsidiary company of one or more of the other Defendants and in addition to directly infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief Defendant VAMERICA FUND LLC is doing business in New York, including real estate and financial services. On information and belief, VAMERICA FUND LLC advertised and promoted its services at the China-US Investment summit in connection with the "Vantone" mark.

25. On information and belief Defendant DURST ORGANIZATION INC is an New York Corporation with an address at One Bryant Park New York, NY 10036 and is the US partner of Defendant VANTONE HOLDING CO., LTD, in multiple real estate projects, including one at 855 Sixth Avenue. In addition to directly infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark.

26. On information and belief Defendant 1 WORLD TRADE CENTER LLC, is a Delaware limited liability company and is the landlord to Defendant China CENTER NEW YORK LLC and by virtue of the lease and permission granted therein to Defendants to infringe on Plaintiff's mark THE VANTONE GROUP is directly infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief Defendant VANTONE INTERNATIONAL HOLDINGS is doing business in New York, including real estate and financial services.

27. On information and belief Defendant THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY is an entity of unknown form and origin and is the sole member of Defendant 1 WORLD TRADE CENTER LLC, the landlord to Defendant China CENTER NEW YORK LLC and by virtue of the lease and permission granted

therein to Defendants to infringe on Plaintiff's mark THE VANTONE GROUP is directly infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief, Defendant THE PORT AUTHORITY OF NEW YORK AND NEW JERSEY has issued at least 32 separate press releases identifying Defendants' commercial use of Plaintiff's mark THE VANTONE GROUP. On information and belief Defendant VANTONE INTERNATIONAL HOLDINGS is doing business in New York, including real estate and financial services.

28. On information and belief Defendant VANTONE INDUSTRIAL CO., LTD is an entity of unknown form and origin and is an affiliated, related, parent, or subsidiary company of one or more of the other Defendants and in addition to directly infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief, Defendant VANTONE INDUSTRIAL CO., LTD leased space in the 1 World Trade Center building in or about 2009. On information and belief Defendant VANTONE INTERNATIONAL HOLDINGS is doing business in New York, including real estate and financial services.

29. On information and belief Defendant BEIJING VANTONE INDUSTRY COMPANY is an entity of unknown form and origin and is an affiliated, related, parent, or subsidiary company of one or more of the other Defendants and in addition to directly infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief, Defendant BEIJING INDUSTRY CO., LTD leased space in the 1 World Trade Center building.

30. [Omitted per Dkt. # 85]

31. On information and belief Defendant VANTONE INTERNATIONAL, LLC is a Delaware limited liability company and is an affiliated, related, parent, or subsidiary company of one or more of the other Defendants and in addition to directly

1 infringing Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting
 2 the infringement of Plaintiff's THE VANTONE GROUP mark. On information and
 3 belief Defendant VANTONE INTERNATIONAL HOLDINGS is doing business in
 4 New York, including real estate and financial services.

5 32. On information and belief Defendant VANTONE INTERNATIONAL,
 6 GROUP, INC. is a Nevada Corporation with a business address at 195 Zhongshan
 7 Road, Heping District, Shenyang, and is an affiliated, related, parent, or subsidiary
 8 company of one or more of the other Defendants and in addition to directly infringing
 9 Plaintiff's THE VANTONE GROUP mark, and is also aiding and abetting the
 10 infringement of Plaintiff's THE VANTONE GROUP mark. On information and belief
 11 Defendant VANTONE INTERNATIONAL, GROUP, INC. is doing business in New
 12 York, including real estate and financial services.

13 33. On information and belief, Defendant FENG LUN, is an individual, and
 14 sole owner of Defendant Yangpu, chairman and managing member of Defendant China
 15 Center LLC, chairman of Defendant VANTONE HOLDINGS CO., LTD, sole member
 16 and chairman of Defendant VANTONE HOLDINGS LTD, president and chairman of
 17 VANTONE US INC and other Defendants (See Exhibit 6, Pg. 25), and chairman of
 18 VANTONE US LLC n/k/a VAMERICA LLC. FENG LUN is the signatory on all of
 19 Defendant Yangpu's trademark applications (including those containing fraudulent
 20 specimens—See ¶80) and on the lease for 7 World Trade Center. Since 2003 Defendant
 21 FENG LUN has been to New York over 50 times. On information and belief Defendant
 22 FENG LUN controlled and directed each of the Defendants, and was the moving,
 23 active, conscious force behind and the principal architect of the infringing acts alleged
 24 in this complaint and is aiding and abetting the infringement of Plaintiff's THE
 25 VANTONE GROUP mark. Defendant FENG LUN's published goal is to establish the
 26 VANTONE brand name for Defendants with commercial real estate projects. FENG
 27 LUN has given many interviews advertising and promoting the China Center project
 28 in connection with the "Vantone" mark, including interviews in which he propagates

the belief that “Vantone” leased space in 1 World Trade Center and that the China Center is a “Vantone” project. FENG LUN signed a mass mailing letter advertising and promoting the China Center project in connection with the “Vantone” mark.

34. On information and belief, Defendant JONATHAN HEATH, is an individual, and CEO of Defendant China Center LLC. On information and belief Defendant JONATHAN HEATH controlled and directed Defendant CHINA CENTER LLC, including the infringing acts alleged in this complaint and is aiding and abetting the infringement of Plaintiff’s THE VANTONE GROUP mark.

35. Plaintiff is ignorant of the true names of defendants named as DOES 1-10 and thus names said defendants fictitiously. These fictitious defendants include, but are not limited to, any subsidiaries and/or parent companies of Defendants of which Plaintiff is ignorant and which have participated and/or are participating in the acts of trademark infringement and unfair competition alleged herein. Plaintiff will amend its complaint to substitute the true names of DOES 1-10 as those names are discovered.

36. Plaintiff is informed and believes and thereon alleges that at all times mentioned herein each of the Defendants was the agent and employee of each of the remaining Defendants and, in doing the things hereinafter alleged, was acting within the course and scope of such agency and employment

III.

BACKGROUND

37. Vantone is one of the preeminent real estate companies in New York City. Vantone’s founder, Leonardo Gianella, began preparing to use the name “The Vantone Group” in 2006, when on April 13, 2006, he registered www.vantonegroup.com, and www.vantonerealestate.com. Vantone was formed as New York State limited liability company on April 18, 2007, its date of first use in commerce. It has been licensed in the State of New York as a real estate brokerage since at least January 8, 2008.

38. A large portion of Vantone’s client base are Chinese nationals. Therefore, at least as early as May 6, 2012, Plaintiff began to market itself to these Chinese

1 nationals by offering its website in both English and Chinese and using a Chinese
 2 character translation of it's THE VANTONE GROUP mark: 万通集团.

3 39. Vantone is the record owner of the federally registered trademark THE
 4 VANTONE GROUP for Real Estate Brokerage services (Reg. No. 3,856,724) ("the '724
 5 registration"), registered on October 5, 2010.

6 40. Vantone is also the record owner of the federally registered trademark THE
 7 VANTONE GROUP for financial and investment services, namely, management and
 8 brokerage in the fields of stocks, bonds, options, commodities, futures and other
 9 securities, and the investment of funds of others (Reg. No. 4,238,285) ("the '285
 10 registration"). Vantone filed its application for registration on January 7, 2011. Though
 11 the mark was eventually successfully registered on November 6, 2012, Plaintiff
 12 received an office action dated March 29, 2011, which brought to Plaintiff's attention,
 13 Defendant Yangpu's '425 application.

14 41. Plaintiff learned that, on December 31, 2010, Defendant Yangpu filed the
 15 '425 application for registration of VANTONE for various services on an intent to use
 16 basis. The '425 application was published for opposition on January 10, 2012.

17 42. In addition, on May 22, 2011, Defendant Yangpu filed the '938 application
 18 for registration of VANTONE for other various services on an intent to use basis. The
 19 '938 application was published for opposition on January 3, 2012.

20 43. Plaintiff opposed the '425 and '938 applications (oppositions no. 91203415
 21 and 91203526) on January 18, 2012, by filing notices of opposition. Yangpu's deadline
 22 to answer Plaintiff's opposition was February 21, 2012. On February 24, 2012, Yangpu
 23 filed an abandonment of its applications with prejudice, and without Plaintiff's consent.
 24 Pursuant to Trademark Rule 2.135, judgment was therefore entered against Yangpu by
 25 the Trademark Trial and Appeal Board, Plaintiff's opposition was sustained, and
 26 registration of the two marks was refused.

27 44. On March 1, 2012, Plaintiff wrote to Yangpu, demanding that Yangpu
 28 expressly abandon its three applications for the following Chinese character marks:

a. Registration No. 4,230,555 ("the '555 registration"): **万通地产**. In its application, Yangpu claimed that its Chinese character mark transliterates to "WAN TONG Di Chan" and which according to Yangpu means "ten thousand," "through" and "real estate" in English. Yangpu's Chinese character mark is registered in connection with:

IC 036 - Leasing of real estate; Real estate agencies; Real estate brokerage; Real estate services, namely, rental, brokerage, leasing and management of commercial property, offices and office space; Real estate appraisal; Real estate management; Apartment house management; Renting of apartments; Leasing of apartments; Accommodation bureaux (sic), namely, rental of apartments; Rental of offices; Leasing of farms; Art appraisal; Surety services; Charitable fund raising; Pawn brokerage; Pawn shops.

Yangpu initially filed on an intent to use basis. Its date of effective first use is the date of filing of the application, December 31, 2010. The mark was registered on October 23, 2012.

b. Registration No. 4,234,787 ("the '787 registration"): **万通**. In its application, Yangpu claimed that Chinese character mark transliterated to "WAN TONG" and which according to Respondent means "ten thousand" and "through." Yangpu's Chinese character mark is registered in connection with:

IC 039 - Air freight shipping services; arranging of tours; car parking; car rental; courier services; freight and transport brokerage; freight forwarding; freight transportation by truck, train, air and ship; furniture moving; moving company services; moving van transport; organisation (sic) of sight seeing tours; passenger transport; postal, freight and courier services; rental of warehouses; storage of goods; transport services, namely, local, interstate and international moving services; transportation of goods; travel and tour ticket reservation service; vehicle and boat moving services; warehouse storage; water supplying.

IC 041 - Amusement parks; arranging and conducting educational conferences; education services in the nature of courses at the university level; education services in the nature of early childhood instruction; educational services, namely, conducting distance learning instruction at the primary and secondary levels; educational services, namely, conducting distance learning instruction at the secondary, college and graduate levels; educational services, namely, providing internships and exchange programs in the fields of business, science, research, and humanities; entertainment event booking agencies; entertainment information; health club services, namely, providing instruction and equipment in the field of physical exercise; holiday camp services; organisation of fashion shows for entertainment purposes; organisation of sports competitions; organization of shows for cultural purposes;

organizing on-line exhibitions and conferences in the fields of education, culture, sports and entertainment for non-business and non-commercial purposes; physical education services; providing amusement arcade services; providing golf facilities; providing sports facilities; rental of skindiving equipment; rental of tennis courts; social club services, namely, arranging, organizing, and hosting social events, get-togethers, and parties for club members; sports camp services.

IC 042 - Architectural consultation; computer hardware and software consulting services; computer programming; computer software consultancy; computer software design; construction drafting; consulting in the fields of engineering and architecture; consulting services in the fields of energy measurement to improve energy efficiency; design of interior decor; engineering; engineering services, particularly technical project planning and design engineering of lines for the processing of web products; land surveying; packaging design; rental of computer software; research and development for new products for others; scientific research and development; surveying; technical advice relating to operation of computers; technical consultancy in relation to research services relating to foods and dietary supplements; technical consultancy in relation to technical research in the field of food and beverages; technical consultancy in the field of environmental science; technical research in the field of aeronautics; technology consultation services in the field of alternative energy, namely, gasifying and combusting alternative fuels; urban planning.

IC 043 - Agency services for the reservation of temporary accommodation; bar services; boarding houses; cafes; canteen services; catering of food and drinks; hotel accommodation services; hotels; leasing of metal and non-metal buildings for temporary use purposes; motels; providing campground facilities; providing temporary lodging at holiday camps; rental of portable buildings; rental of rooms as temporary living accommodations; restaurants; snack-bars; tourist homes.

IC 044 - Animal breeding; animal grooming; beauty salons; gardener and gardening services; health spa services for health and wellness of the body and spirit offered at a health resort; healthcare; hospitals; landscape design; landscape gardening; medical assistance services; nursing care; nursing services; opticians' services; psychological assessment services; psychological consultation; psychological counseling; psychological testing services; psychotherapy services; rental of sanitation facilities; rest homes; veterinary services.

Its date of effective first use is the date of filing of the application, May 22, 2011. The mark was registered on October 30, 2012.

c. Registration No. 4,339,146 ("the '146 registration"): **万通**. In its application, Yangpu claimed that Chinese character mark transliterated to "WAN TONG" and which according to Respondent means "ten thousand" and "through." Yangpu's Chinese character mark is registered in connection with:

IC 036. US 100 101 102. G & S: Leasing of real estate; Real estate

1 agencies; Real estate brokerage; Real estate services, namely, rental,
 2 brokerage, leasing and management of commercial property, offices and
 3 office space; Real estate appraisal; Real estate management; Apartment
 4 house management; Renting of apartments; Leasing of apartments;
 5 Accommodation bureaux, namely, rental of apartments; Rental of offices;
 6 Leasing of farms; Capital investments services, namely, equity capital
 investment, investment funding, venture capital fund management, venture
 capital services, namely, providing financing to emerging and start-up
 companies; Art appraisal; Surety services; Charitable fund raising; Pawn
 brokerage; Pawn shops.

7 Its date of effective first use is the date of filing of the application, December 31, 2010.

8 The mark was registered on May 21, 2013.

9 45. Defendant Yangpu refused to either discontinue its use of the three marks,
 10 or to expressly abandon its applications. The times for opposition having passed, the
 11 three applications proceeded to registration on October 23, 2012, October 30, 2012, and
 12 May 21, 2013, respectively.

13 46. On May 7, 2012, Plaintiff filed an application for registration of its
 14 aforementioned (¶3) Chinese Character translation of THE VANTONE GROUP (“998
 15 Application”). However, on September 5, 2012, Plaintiff received an office action
 16 informing it that Plaintiff’s application would be denied due to likelihood of confusion
 17 with Defendant Yangpu’s pending Chinese character applications.

18 47. On February 4, 2013, Plaintiff filed for cancellation of Yangpu’s ‘555 and
 19 ‘787 Chinese character marks citing both likelihood of confusion and, in its amended
 20 petition for cancellation, fraud on the Patent and Trademark Office. That action is still
 21 pending.

22 48. To this day, Defendants continue to use both its infringing Chinese
 23 character marks, and a mark confusingly similar to Plaintiff’s THE VANTONE
 24 GROUP marks. Specifically, Defendants have offered and are offering real estate and
 25 financial services in New York City. Defendants, under a variety of names including
 26 THE VANTONE GROUP mark are marketing their newest project—the “China Center”
 27 in One World Trade Center—as “Vantone China Center,” which is part of a 20-year lease
 28 signed in 2009 for five-and-a-half floors of the first tower of the rebuilt World Trade
 Center, slated to open by 2014.

49. Plaintiff has recently learned that on April 9, 2012, Defendant Yangpu filed the Vamerica trademark applications for the English word VAMERICA below with the same infringing Chinese characters:



50. In addition, Defendants have registered several domains wholly incorporating the dominant portion of Plaintiff's English language trademarks, including: www.vantoneusinc.com, www.vantoneusinc.net, www.vantoneusllc.com, www.vantoneusllc.net, www.vantoneus.com, and www.vantoneus.net.

51. Finally, Plaintiff has discovered that on Defendants' website, www.vantone.com, Defendants have advertised one of their real estate projects and included a link designated "website:"—this hyperlink links to Plaintiff's website.

52. Defendants VANTONE HOLDINGS CO LTD, BEIJING VANTONE REAL ESTATE CO LTD, YANGPU NGT INDUSTRIAL CO LTD, VANTONE HOLDINGS LTD (a BVI company), VANTONE US INC, VAMERICA LLC f/k/a VANTONE US LLC, CHINA CENTER NY LLC, VANTONE RESIDENCES LLC, and VANTONE PROPERTY NY LLC are alter egos of each other operate as a joint and/or single enterprise and are in fact one entity. These entities have substantially identical management, the same business purpose (including and especially the "Vantone" China Center project), operate as one entity, utilize the same equipment and office space, target the same customers in a unified effort under the "Vantone" mark, are supervised by VANTONE HOLDINGS CO LTD, through BEIJING VANTONE REAL ESTATE CO LTD, and are generally wholly owned by each other. Ownership and employees of each shell entity shifts freely between other shell entities. On information and belief, VANTONE HOLDINGS LTD (a BVI company), VANTONE US INC, VAMERICA LLC f/k/a VANTONE US LLC, CHINA CENTER NY LLC, VANTONE RESIDENCES LLC, and VANTONE PROPERTY NY LLC do not follow corporate formalities, are inadequately capitalized, and have their expenses paid for by

VANTONE HOLDINGS CO LTD and/or BEIJING VANTONE REAL ESTATE CO LTD. VANTONE RESIDENCES LLC, VANTONE PROPERTY NY LLC, and (on information and belief) VANTONE HOLDINGS LTD (a BVI company) have no employees. Employees float between VANTONE US INC, VAMERICA LLC f/k/a VANTONE US LLC and CHINA CENTER NY LLC, and (at least in the case of management employees) are sent from VANTONE HOLDINGS CO LTD and BEIJING VANTONE REAL ESTATE CO LTD. As a result of this constant shifting of ownership, capital, employees, responsibilities, and even names, the recognition of these shell entities are separate entities would perpetrate a fraud and injustice. Attached as **Exhibit 8** are charts either produced by Defendants or displayed on their website(s) which demonstrate the affiliations between the various entities.

FIRST CLAIM FOR RELIEF

Trademark Infringement

(15 U.S.C. § 1114)

Against All Defendants

53. Plaintiff realleges and incorporates by reference each of the foregoing material allegations as though set forth in full at this point.

54. Defendants are using the THE VANTONE GROUP mark, or the predominate VANTONE portion of it, and/or Chinese character marks which are phonetically confusingly similar to Plaintiff's VANTONE mark (including the Vamerica marks) in connection with the sale, offering for sale, distribution, and/or advertising of real estate services in such a manner as to cause actual confusion, as is likely to cause confusion, or to cause mistake, or to deceive consumers or potential consumers in violation of 15 U.S.C. § 1114.

55. Although Defendants in their trademark applications claim that the Chinese characters 万通 transliterate to "Wan Tong," they in fact translate to "Vantone." Defendant Beijing Vantone Real Estate Co., Ltd., a subsidiary of Vantone Holdings Co., Ltd. which is itself owned by Defendant Feng Lun, Defendant Yangpu, and Defendant

1 Hainan Vantone Yufeng Investment Co. Ltd, in its 2012 annual report, admits that these
 2 characters translate and transliterate to “Vantone” in English. A true and correct copy
 3 of this annual report is attached as **Exhibit 6**.

4 56. Defendants had actual notice and knowledge, and/or had constructive
 5 notice, of Plaintiff’s ownership and registration of THE VANTONE GROUP
 6 trademarks prior to Defendants’ adoption and use of their “Vantone” and/or Chinese
 7 character marks in the United States. Plaintiff’s ‘724 trademark has been federally
 8 registered since October 5, 2010. Defendant Vantone did not file it’s earliest
 9 applications for registration of “Vantone” or the Chinese character translation and/or
 10 transliteration thereof (both on an intent to use basis) until December 31, 2010.
 11 Defendants therefore did not begin to use their confusingly similar marks until after
 12 they had notice of Plaintiff’s federally registered THE VANTONE GROUP trademark.
 13 Since that time, Defendants have engaged in an aggressive campaign to market their
 14 services under the name “Vantone.”

15 57. Defendants’ use of marks confusingly similar to Plaintiff’s THE
 16 VANTONE GROUP trademarks is without the consent of Plaintiff.

17 58. Defendants’ unauthorized use of marks confusingly similar to Plaintiff’s
 18 THE VANTONE GROUP falsely indicates to consumers that Defendants’ services are
 19 in some manner connected with, sponsored by, affiliated with, or related to Plaintiff.

20 59. Defendants’ unauthorized use of marks confusingly similar to Plaintiff’s
 21 THE VANTONE GROUP is likely to cause, and has in fact caused consumers to be
 22 confused as to the source, nature, and quality of the goods Plaintiff offers.

23 60. Plaintiff has been, is now, and will be irreparably injured and damaged by
 24 Defendants’ trademark infringement. In addition to Plaintiff’s commissions which have
 25 been and will be diverted to Defendant as a result of consumer confusion, Plaintiff’s
 26 trademark serves a unique function in representing intangible assets of Plaintiff such as
 27 its reputation and good will. Unless enjoined by the Court, Plaintiff will suffer further
 28 harm to its reputation, and goodwill each and every day that Defendants continue to use

VANTONE and the confusingly similar Chinese character marks in connection with the sale, offering for sale, distribution, and/or advertising of their competing services. The past, present, and in particular future harm to Plaintiff's reputation and good will is difficult to value and therefore constitutes an injury for which Plaintiff has no adequate remedy at law.

61. By reason of the foregoing, Defendants have committed and are continuing to commit trademark infringement in violation of 15 U.S.C. §1114. As a direct and proximate result of Defendants' conduct, Plaintiff is entitled, pursuant to 15 U.S.C. §1117(a), to recovery of: (i) Defendants' profits related to all uses of any mark confusingly similar to Plaintiff's THE VANTONE GROUP trademark; (ii) any damages sustained by Plaintiff as a result of Defendants' conduct, the precise amount of which shall be established by Plaintiff at trial; and (iii) the costs of the action herein.

62. Plaintiff is also entitled to the recovery of its attorney's fees to 15 U.S.C. §1117.

63. Plaintiff also seeks a preliminary and permanent injunction to prohibit Defendants from any further use of any mark confusingly similar to Plaintiff's THE VANTONE GROUP trademark, or any iterations and transliterations thereof, in connection with the sale, offering for sale, distribution and/or advertising of any real estate and financial services, without Plaintiff's express written consent in advance.

SECOND CLAIM FOR RELIEF

False Designation of Origin

(15 U.S.C. § 1125(a))

Against All Defendants

64. Plaintiff realleges and incorporates by reference each of the foregoing material allegations as though set forth in full at this point.

65. Defendants' use of their "Vantone" and/or Chinese character marks (including the Vamerica marks) is likely to cause confusion, to cause mistake, and/or to deceive as to Defendants affiliation, connection, or association with Plaintiff, and/or

as to the origin, sponsorship, or approval of Defendants' product(s) by Plaintiff and constitutes a false designation of origin in violation of 15 U.S.C. § 1125(a).

66. Plaintiff has been, is now, and will be irreparably injured and damaged by Defendants' trademark infringement. In addition to Plaintiff's commissions which have been and will be diverted to Defendant as a result of consumer confusion, Plaintiff's trademark serves a unique function in representing intangible assets of Plaintiff such as its reputation and good will. Unless enjoined by the Court, Plaintiff will suffer further harm to its reputation, and goodwill each and every day that Defendants continue to use VANTONE and the confusingly similar Chinese character marks in connection with the sale, offering for sale, distribution, and/or advertising of their competing services. The past, present, and in particular future harm to Plaintiff's reputation and good will is difficult to value and therefore constitutes an injury for which Plaintiff has no adequate remedy at law.

67. By reason of the foregoing, Defendants have committed and are continuing to commit trademark infringement in violation of 15 U.S.C. § 1114. As a direct and proximate result of Defendants' conduct, Plaintiff is entitled, pursuant to 15 U.S.C. § 1117(a), to recovery of: (i) Defendants' profits related to all uses of any mark confusingly similar to Plaintiff's THE VANTONE GROUP trademark; (ii) any damages sustained by Plaintiff as a result of Defendants' conduct, the precise amount of which shall be established by Plaintiff at trial; and (iii) the costs of the action herein.

68. In addition, Plaintiff is entitled to the recovery of its attorney's fees pursuant to 15 U.S.C. § 1117.

69. Plaintiff also seeks a preliminary and permanent injunction to prohibit Defendants from any further use of any mark confusingly similar to Plaintiff's THE VANTONE GROUP trademark, or any iterations thereof, in connection with the sale, offering for sale, distribution and/or advertising of any real estate services, without Plaintiff's express written consent in advance.

THIRD CLAIM FOR RELIEF

Cybersquatting

(15 U.S.C. § 1125(d))

Against All Defendants

70. Plaintiff realleges and incorporates by reference each of the foregoing material allegations as though set forth in full at this point.

71. Plaintiff registered the domain www.vantonegroup.com on April 13, 2006.

72. Defendants have registered the domain names www.vantoneusinc.com, www.vantoneusinc.net, www.vantoneusllc.com, www.vantoneusllc.net, www.vantoneus.com, and www.vantoneus.net which are confusingly similar to THE VANTONE GROUP trademarks and constitutes cybersquatting under 15 U.S.C. § 1125(d).

73. Defendants were aware of THE VANTONE GROUP trademarks prior to registering these domains. Defendants' cybersquatting is willful and deliberate. On or about October 14, 2012, Plaintiff notified Defendants that their registration of these domain names constitutes cyber-squatting.

74. Plaintiff is entitled to statutory damages up to \$100,000 per domain. Alternatively, Plaintiff is entitled to actual damages should actual damages exceed statute limits.

75. In addition as a result of Defendants' willful and deliberate violation of 15 U.S.C. § 1125(d), Plaintiff is entitled to the recovery of its attorney's fees.

76. Plaintiff also seeks a preliminary and permanent injunction to prohibit Defendants from any further use of www.vantoneusinc.com, www.vantoneusinc.net, www.vantoneusllc.com, www.vantoneusllc.net, www.vantoneus.com, and www.vantoneus.net and requests that the Court transfer the domain names to the Plaintiff.

FOURTH CLAIM FOR RELIEF

Cancellation of Fed. Reg. Nos. 4,230,555, 4,234,787, and 4,339,146

(15 U.S.C. § 1064)

Against Defendant Yangpu

77. Plaintiff realleges and incorporates by reference each of the foregoing material allegations as though set forth in full at this point.

78. Defendant Yangpu claims ownership of Registration Nos. 4,230,555, 4,234,787, and 4,339,146 for three Chinese character marks. These Chinese character marks all incorporate the following characters: 万通. Defendant's registrations claim that these characters transliterate to "WAN TONG" and means "ten thousand" and "through." This is false. These characters in fact translate to VANTONE. Technically, these characters transliterate to Wàn tōng, however, when said aloud by native speakers of Chinese, they are pronounced VANTONE. This is because there is no 'V' in the Chinese language ('W' is the closest sound), and tōng is pronounced "tone," with the 'g' sound being virtually silent.

79. These registrations are therefore identical to, or, in the case of the '555 Registration wholly incorporate, the dominant VANTONE part of Plaintiff's trademark in both sound and meaning in a manner which is likely to cause confusion to consumers of Plaintiff's and Defendants' real estate services, and in particular to those consumers who are Chinese nationals.

80. In addition, the '787 registration was accomplished through a fraud on the USPTO. Attached as **Exhibit 7** is a declaration by attorney Steven Shanker, stating that the specimen filed by Defendants in the prosecution of the '787 registration is in fact a screen-shot of Shanker's client's website, digitally altered.

81. Pursuant to the Lanham Act, the Court has jurisdiction to order the USPTO to make appropriate entries on the Federal Register with respect to the subject marks, and to cancel these marks due to the likelihood of confusion with Plaintiff's previously registered THE VANTONE GROUP marks.

FIFTH CLAIM FOR RELIEF

Infringement under NY Law

(N.Y. Gen. Bus. Law § 360-k)

Against All Defendants

82. The Vantone Group realleges and incorporates by reference each of the foregoing material allegations as though set forth in full at this point.

83. Vantone is the record owner of the New York State Service Mark THE VANTONE GROUP for real estate brokerage services (Reg. No. S21282)(“the ‘NY Service Mark’”)

84. Defendants' unauthorized use of THE VANTONE GROUP trade name and trademark, and colorable imitations thereof in connection with the sale, offering for sale, or advertising of its services is likely to cause confusion or mistake or to deceive as to the source or origin of its services in violation of New York Gen. Bus. Law § 360-k.

85. Upon information and belief, Defendants' infringement has been in bad faith with knowledge of The Vantone Group's rights.

86. The Vantone Group has been, is now, and will be irreparably injured and damaged by Defendants' aforementioned acts, and unless enjoined by the Court, The Vantone Group will suffer further harm to its name, reputation, and goodwill. This harm constitutes an injury for which The Vantone Group has no adequate remedy at law.

87. Defendants have committed the acts alleged above: (i) with previous knowledge of Plaintiff's prior right to and use of the trademark; (ii) with the willful intent to trade on Plaintiff's good will and reputation; and (iii) with the willful intent to cause confusion, mistake, or deception. As a result, Plaintiff is entitled to: (i) Defendants' profits related to all uses of The Vantone Group mark, and all iterations thereof; (ii) any damages sustained by Plaintiff as a result of Defendants' conduct, the precise amount of which shall be established by Plaintiff at trial; and (iii) the costs of the action herein.

88. In addition, Plaintiff is entitled to the recovery of its attorney's fees, and treble damages.

89. Plaintiff also seeks a preliminary and permanent injunction to prohibit Defendants from any further use of the The Vantone Group mark, or any iterations thereof, in connection with the advertising, marketing, promotion, sale and rendering of professional legal services, without Plaintiff's express written consent in advance.

SIXTH CLAIM FOR RELIEF

Injury to Business Reputation and Dilution under New York Law

(N.Y. Gen. Bus. Law § 360-l)

Against All Defendants

90. The Vantone Group realleges and incorporates by reference each of the foregoing material allegations as though set forth in full at this point

91. Defendants' unauthorized use of THE VANTONE GROUP name and trademark is likely to injure Plaintiff's business reputation, and has diluted, and/or is likely to dilute, the distinctive quality of THE VANTONE GROUP mark and trade name in violation of N.Y. Gen. Bus. Law § 360-l.

92. Defendants willfully intended to trade on THE VANTONE GROUP's image and reputation and to dilute THE VANTONE GROUP trademark, or were willfully blind as to the consequences of their actions.

93. Defendants' wrongful acts have caused and will continue to cause THE VANTONE GROUP irreparable harm. THE VANTONE GROUP has no adequate remedy at law for Defendants' dilution.

94. THE VANTONE GROUP is therefore entitled to a judgment enjoining and restraining Defendants from engaging in further acts of dilution pursuant to N.Y. Gen. Bus. Law § 360-l.

95. Defendants have committed the acts alleged above: (i) with previous knowledge of Plaintiff's prior right to and use of the trademark; (ii) with the willful intent to trade on Plaintiff's good will and reputation; and (iii) with the willful intent to cause confusion, mistake, or deception. As a result, Plaintiff is entitled to: (i) Defendants' profits related to all uses of THE VANTONE GROUP mark, and all

iterations thereof; (ii) any damages sustained by Plaintiff as a result of Defendants' conduct, the precise amount of which shall be established by Plaintiff at trial; and (iii) the costs of the action herein.

96. In addition, Plaintiff is entitled to the recovery of its attorney's fees, and treble damages.

97. Plaintiff also seeks a preliminary and permanent injunction to prohibit Defendants from any further use of the THE VANTONE GROUP mark, or any iterations thereof, in connection with the advertising, marketing, promotion, sale and rendering of professional legal services, without Plaintiff's express written consent in advance.

SEVENTH CLAIM FOR RELIEF

Deceptive Business Acts or Practices

(N.Y. Gen. Bus. Law § 349)

Against All Defendants

98. The Vantone Group realleges and incorporates by reference each of the foregoing material allegations as though set forth in full at this point.

99. Defendants' acts described above constitute deceptive acts or practices in the conduct of a business, trade or commerce and/or in the furnishing of services in violation of N.Y. Gen. Bus. Law § 349, as they are likely to deceive the public.

100. Defendants' deceptive business acts and/or practices have caused and will continue to cause The Vantone Group irreparable harm.

101. In addition to its actual damages, The Vantone Group is entitled to a judgment enjoining and restraining Defendants from engaging in further deceptive business acts and/or practices. Plaintiff seeks a preliminary and permanent injunction to prohibit Defendants from any further use of the The Vantone Group mark, or any iterations thereof, in connection with the advertising, marketing, promotion, sale and rendering of real estate services, without Plaintiff's express written consent in advance.

102. Defendants have committed the acts alleged above willfully and knowingly

1 and: (i) with previous knowledge of Plaintiff's prior right to and use of the trademark;
 2 (ii) with the willful intent to trade on Plaintiff's good will and reputation; and (iii) with
 3 the willful intent to cause confusion, mistake, or deception. As a result, Plaintiff is
 4 entitled to treble damages.

5 103. In addition, Plaintiff is entitled to the recovery of its attorney's fees, and
 6 any penalties for which the law provides.

7 **EIGHTH CLAIM FOR RELIEF**

8 **False Advertising**

9 **(N.Y. Gen. Bus. Law § 350)**

10 **Against All Defendants**

11 104. The Vantone Group realleges and incorporates by reference each of the
 12 foregoing material allegations as though set forth in full at this point.

13 105. Defendants' unauthorized use of The Vantone Group trade name and
 14 trademark in its advertising constitutes false advertising in violation of N.Y. Gen. Bus.
 15 Law § 350.

16 106. Defendants' wrongful acts have caused and will continue to cause The
 17 Vantone Group irreparable harm. The Vantone Group has no adequate remedy at law.

18 107. The Vantone Group is entitled to a judgment enjoining and restraining
 19 Defendants from engaging in further acts of false advertising.

20 108. Defendants have committed the acts alleged above: (i) with previous
 21 knowledge of Plaintiff's prior right to and use of the trademark; (ii) with the willful
 22 intent to trade on Plaintiff's good will and reputation; and (iii) with the willful intent to
 23 cause confusion, mistake, or deception. As a result, Plaintiff is entitled to: (i)
 24 Defendants' profits related to all uses of The Vantone Group mark, and all iterations
 25 thereof; (ii) any damages sustained by Plaintiff as a result of Defendants' conduct, the
 26 precise amount of which shall be established by Plaintiff at trial; and (iii) the costs of
 27 the action herein.

28 109. In addition, Plaintiff is entitled to the recovery of its attorney's fees, and

1 treble damages.

2 110. Plaintiff also seeks a preliminary and permanent injunction to prohibit
3 Defendants from any further use of the The Vantone Group mark, or any iterations
4 thereof, in connection with the advertising, marketing, promotion, sale and rendering
5 of professional legal services, without Plaintiff's express written consent in advance.

6 **NINTH CLAIM FOR RELIEF**

7 **Use of Name with Intent to Deceive**

8 **(N.Y. Gen. Bus. Law §133)**

9 **Against All Defendants**

10 111. The Vantone Group realleges and incorporates by reference each of the
11 foregoing material allegations as though set forth in full at this point.

12 112. Defendants' use of VANTONE as and/or as part of its trade name is likely
13 deceive or mislead the public as to Defendants' identity and/or Defendants' connection
14 with Plaintiff, in violation of N.Y. Gen. Bus. Law § 133.

15 113. Defendants' deceptive business acts and/or practices have caused and will
16 continue to cause The Vantone Group irreparable harm.

17 114. As a result of Defendants' violaiton of N.Y. Gen. Bus. Law § 133, The
18 Vantone Group is entitled to a judgment enjoining and restraining Defendants from
19 engaging in further use of VANTONE as, or as part of, their trade name. Plaintiff seeks
20 a preliminary and permanent injunction to prohibit Defendants from any further use of
21 the The Vantone Group mark, or any iterations thereof, in connection with the
22 advertising, marketing, promotion, sale and rendering of real estate services, without
23 Plaintiff's express written consent in advance.

24 **EIGHTH CLAIM FOR RELIEF**

25 **Unjust Enrichment**

26 **Against All Defendants**

27 115. The Vantone Group realleges and incorporates by reference each of the
28 foregoing material allegations as though set forth in full at this point.

116. As a result of the wrongful acts of Defendants, as alleged above, Defendants have been unjustly enriched and benefitted. Such unjust enrichment and benefits include, but are not limited to the amount of Defendants' revenues and profits attributable to the use of The Vantone Group mark, and all iterations thereof.

117. Defendants are under an obligation to pay Plaintiff, forthwith, the entire amount by which it has been unjustly enriched, and Plaintiff is entitled to the imposition of a constructive trust, such that Defendants are each involuntary trustees holding all such sums in its possession for the benefit of Plaintiff with a duty to transfer the same to Plaintiff forthwith.

118. Plaintiff also seeks a preliminary and permanent injunction to prohibit Defendants from any further use of the The Vantone Group mark, or any iterations thereof, in connection with the advertising, marketing, promotion, sale and rendering of professional legal services, without Plaintiff's express written consent in advance.

TENTH CLAIM FOR RELIEF

Declaratory Relief

Against All Defendants

119. The Vantone Group realleges and incorporates by reference each of the foregoing material allegations as though set forth in full at this point.

120. A dispute exists between Plaintiff and Defendants concerning whether Defendants' use of Plaintiff's mark THE VANTONE GROUP (and/or the dominant portion thereof) and/or Defendants' Chinese character marks, is infringing use or is "part of a factually correct identification of a corporate relationship" as claimed by Defendants.

121. Plaintiffs claim that Defendants are using the mark in connection with the distribution of goods and services to third parties and in other ways that infringe upon Plaintiffs' marks.

122. Defendants claim that Defendants' use is not used in connection with the distribution of goods and services to third parties or in any other way that infringes

upon Plaintiffs' marks because Defendants are using the marks to identify parent companies, affiliates, and subsidiaries in the United States that include the mark VANTONE in their names, but that are not in communication with customers in connection with the distribution of goods or services in commerce.

123. Defendants also contend there is no actual confusion.

124. There is an actual and substantial dispute between Plaintiff and Defendants arising under federal law which can only be resolved by judicial interpretation of the provisions of the trademark and unfair competition statutes of the United States.

125. Plaintiff seeks a judicial declaration from the court that the acts of Defendants constitute infringement.

WHEREFORE, Plaintiff prays for relief as follows:

1. Entry of an order and judgment requiring that Defendants and its officers, agents, servants, employees, owners and representatives, and all other persons, firms or corporations in active concert or participation with it, be enjoined and restrained from (a) using in any manner THE VANONE GROUP mark, or any name, mark, or domain name that wholly incorporates THE VANTONE GROUP mark or is confusingly similar to or a colorable imitation of this mark, including, without limitation, any trade name and trademark incorporating the term VANTONE; (b) doing any act or thing calculated or likely to cause confusion or mistake in the minds of members of the public, or prospective customers or clients of The VANTONE Group's services, as to the source of the services offered for sale or sold, or likely to deceive members of the public, or prospective customers or clients into believing that there is some connection between Defendants' services and The VANTONE GROUP; and (c) committing any acts which will tarnish, blur, or dilute, or are likely to tarnish, blur, or dilute the distinctive quality of THE VANTONE GROUP mark;

2. A judgment ordering Defendants, pursuant to 15 U.S.C. § 1116(a), to file with this Court and serve upon The Vantone Group within thirty (30) days after entry of the injunction, a report writing under oath setting forth in detail the manner and form

1 in which Defendants have complied with the injunction and ceased all services under
2 THE VANTONE GROUP trade name and trademark as set forth above.

3 3. A judgment ordering Defendants to take all steps necessary to transfer the
4 domain names www.vantoneusinc.com, www.vantoneusinc.net,
5 www.vantoneusllc.com, www.vantoneusllc.net, www.vantoneus.com, and
6 www.vantoneus.net to Plaintiff and to remove all references to THE VANTONE
7 GROUP trade name and trademark from all of their other websites, if any.

8 5. A judgment in the amount of The Vantone Group's actual damages,
9 Defendants' profits, The Vantone Group's reasonable attorney's fees and cost of suit,
10 and pre-judgment interest pursuant to 15 U.S.C. §1117.

11 6. A judgment for enhanced damages under 15 U.S.C. §1117 and punitive
12 damages under state law as appropriate.

13 7. A judgment for statutory damages up to \$100,000 per domain under 15
14 U.S.C. §1117(d) and attorney's fees.

15 8. A declaration from the Court that:

- 16 a. Trademark Registration No. 3,856,724 is valid and enforceable.
- 17 b. Trademark Registration No. 4,238,285 is valid and enforceable.
- 18 c. Defendants' use of VANTONE in connection with the sale, offering for
19 sale, and/or advertising of services is likely to confuse consumers.
- 20 d. Defendants' use of the Chinese characters 万通 in connection with the
21 sale, offering for sale, and/or advertising of services is likely to confuse
22 consumers.

23 9. A judgment cancelling the '555, '787, and '146 marks.

24 10. A judgment granting The Vantone Group such other and further relief as
25 the Court deems just and proper.

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DATED: September 8, 2014

Respectfully Submitted,

WIRTZ LAW APC

By:

A blue ink signature of Richard M. Wirtz is written over a horizontal line. The signature is stylized and cursive.

Richard M. Wirtz
Attorney for Plaintiff

EXHIBIT 1

United States of America

United States Patent and Trademark Office

The Vantone Group

Reg. No. 3,856,724

Registered Oct. 5, 2010

Int. Cl.: 36

SERVICE MARK

PRINCIPAL REGISTER

THE VANTONE GROUP, LLC (NEW YORK LIMITED LIABILITY COMPANY)
857 NINTH AVE #2B
NEW YORK, NY 10019

FOR: REAL ESTATE BROKERAGE, IN CLASS 36 (U.S. CLS. 100, 101 AND 102).

FIRST USE 4-13-2006; IN COMMERCE 4-18-2007.

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "GROUP", APART FROM THE MARK AS SHOWN.

SER. NO. 77-949,645, FILED 3-3-2010.

PAUL E. FAHRENKOPF, EXAMINING ATTORNEY



David J. Kyros

Director of the United States Patent and Trademark Office

EXHIBIT 2

United States of America

United States Patent and Trademark Office

The Vantone Group

Reg. No. 4,238,285

Registered Nov. 6, 2012

Int. Cl.: 36

SERVICE MARK

PRINCIPAL REGISTER

THE VANTONE GROUP LLC (NEW YORK LIMITED LIABILITY COMPANY)
857 NINTH AVE #2B
NEW YORK, NY 10019

FOR: FINANCIAL AND INVESTMENT SERVICES, NAMELY, MANAGEMENT AND BROKERAGE IN THE FIELDS OF STOCKS, BONDS, OPTIONS, COMMODITIES, FUTURES AND OTHER SECURITIES, AND THE INVESTMENT OF FUNDS OF OTHERS, IN CLASS 36 (U.S. CLS. 100, 101 AND 102).

FIRST USE 4-13-2006; IN COMMERCE 4-18-2007.

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

OWNER OF U.S. REG. NO. 3,856,724.

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE "GROUP", APART FROM THE MARK AS SHOWN.

SN 85-212,437, FILED 1-7-2011.

ANDREW RHIM, EXAMINING ATTORNEY



David J. Kyros

Director of the United States Patent and Trademark Office

**REQUIREMENTS TO MAINTAIN YOUR FEDERAL
TRADEMARK REGISTRATION**

**WARNING: YOUR REGISTRATION WILL BE CANCELLED IF YOU DO NOT FILE THE
DOCUMENTS BELOW DURING THE SPECIFIED TIME PERIODS.**

Requirements in the First Ten Years*
What and When to File:

First Filing Deadline: You must file a Declaration of Use (or Excusable Nonuse) between the 5th and 6th years after the registration date. *See* 15 U.S.C. §§1058, 1141k. If the declaration is accepted, the registration will continue in force for the remainder of the ten-year period, calculated from the registration date, unless cancelled by an order of the Commissioner for Trademarks or a federal court.

Second Filing Deadline: You must file a Declaration of Use (or Excusable Nonuse) **and** an Application for Renewal between the 9th and 10th years after the registration date.*
See 15 U.S.C. §1059.

Requirements in Successive Ten-Year Periods*
What and When to File:

You must file a Declaration of Use (or Excusable Nonuse) **and** an Application for Renewal between every 9th and 10th-year period, calculated from the registration date.*

Grace Period Filings*

The above documents will be accepted as timely if filed within six months after the deadlines listed above with the payment of an additional fee.

The United States Patent and Trademark Office (USPTO) will NOT send you any future notice or reminder of these filing requirements.

***ATTENTION MADRID PROTOCOL REGISTRANTS:** The holder of an international registration with an extension of protection to the United States under the Madrid Protocol must timely file the Declarations of Use (or Excusable Nonuse) referenced above directly with the USPTO. The time periods for filing are based on the U.S. registration date (not the international registration date). The deadlines and grace periods for the Declarations of Use (or Excusable Nonuse) are identical to those for nationally issued registrations. *See* 15 U.S.C. §§1058, 1141k. However, owners of international registrations do not file renewal applications at the USPTO. Instead, the holder must file a renewal of the underlying international registration at the International Bureau of the World Intellectual Property Organization, under Article 7 of the Madrid Protocol, before the expiration of each ten-year term of protection, calculated from the date of the international registration. *See* 15 U.S.C. §1141j. For more information and renewal forms for the international registration, see <http://www.wipo.int/madrid/en/>.

NOTE: Fees and requirements for maintaining registrations are subject to change. Please check the USPTO website for further information. With the exception of renewal applications for registered extensions of protection, you can file the registration maintenance documents referenced above online at <http://www.uspto.gov>.

EXHIBIT 3

PTO Form 1478 (Rev 9/2006)

OMB No. 0651-0009 (Exp 12/31/2014)

Trademark/Service Mark Application, Principal Register

Serial Number: 85618998

Filing Date: 05/07/2012

The table below presents the data as entered.

Input Field	Entered
SERIAL NUMBER	85618998
MARK INFORMATION	
*MARK	\\TICRS\EXPORT11\IMAGEOUT 11\856\189\85618998\xml1\APP0002.JPG
SPECIAL FORM	YES
USPTO-GENERATED IMAGE	NO
COLOR MARK	NO
*DESCRIPTION OF THE MARK (and Color Location, if applicable)	The mark consists of four Chinese characters.
PIXEL COUNT ACCEPTABLE	YES
PIXEL COUNT	932 x 307
REGISTER	Principal
APPLICANT INFORMATION	
*OWNER OF MARK	The Vantone Group, LLC
*STREET	857 Ninth Ave #2B
*CITY	New York
*STATE (Required for U.S. applicants)	New York
*COUNTRY	United States
*ZIP/POSTAL CODE (Required for U.S. applicants only)	10019

LEGAL ENTITY INFORMATION	
TYPE	limited liability company
STATE/COUNTRY WHERE LEGALLY ORGANIZED	New York
GOODS AND/OR SERVICES AND BASIS INFORMATION	
INTERNATIONAL CLASS	036
*IDENTIFICATION	Real Estate Brokerage
FILING BASIS	SECTION 1(a)
FIRST USE ANYWHERE DATE	At least as early as 05/06/2012
FIRST USE IN COMMERCE DATE	At least as early as 05/06/2012
SPECIMEN FILE NAME(S)	
ORIGINAL PDF FILE	SPE0-662712636-211628594 . Vantone Group - CHINESE.pdf
CONVERTED PDF FILE(S) (1 page)	\\TICRS\EXPORT11\IMAGEOUT11\856\189\85618998\xml1\APP0003.JPG
ORIGINAL PDF FILE	SPE0-662712636-211628594 . Vantone Group - ENGLISH.pdf
CONVERTED PDF FILE(S) (1 page)	\\TICRS\EXPORT11\IMAGEOUT11\856\189\85618998\xml1\APP0004.JPG
SPECIMEN DESCRIPTION	screen shots of the Chinese and English language pages of Applicant's website
ADDITIONAL STATEMENTS SECTION	
DISCLAIMER	No claim is made to the exclusive right to use GROUP apart from the mark as shown.
PRIOR REGISTRATION(S)	The applicant claims ownership of U.S. Registration Number(s) 3856724.
TRANSLATION	The English translation of the Chinese characters in the mark is THE VANTONE GROUP.
TRANSLITERATION	The non-Latin characters in the mark transliterate to Wàn Tong Jí Tuán and this means Ten Thousand Group in English.
USE OF THE MARK IN ANOTHER FORM	The mark was first used anywhere in a different form other than that sought to be registered at least as early as 04/13/2006, and in commerce at least as early as 04/18/2007.

ATTORNEY INFORMATION

NAME	Thomas D. Foster
ATTORNEY DOCKET NUMBER	6470.009-01
FIRM NAME	TD Foster - Intellectual Property Law
STREET	12626 High Bluff Drive, Suite 150
CITY	San Diego
STATE	California
COUNTRY	United States
ZIP/POSTAL CODE	92130
PHONE	858.922.2170
FAX	858.720.1990
EMAIL ADDRESS	foster@tdfoster.com
AUTHORIZED TO COMMUNICATE VIA EMAIL	Yes

CORRESPONDENCE INFORMATION

NAME	Thomas D. Foster
FIRM NAME	TD Foster - Intellectual Property Law
STREET	12626 High Bluff Drive, Suite 150
CITY	San Diego
STATE	California
COUNTRY	United States
ZIP/POSTAL CODE	92130
PHONE	858.922.2170
FAX	858.720.1990
EMAIL ADDRESS	foster@tdfoster.com
AUTHORIZED TO COMMUNICATE VIA EMAIL	Yes

FEE INFORMATION

NUMBER OF CLASSES	1
FEE PER CLASS	325

*TOTAL FEE DUE	325
*TOTAL FEE PAID	325
SIGNATURE INFORMATION	
SIGNATURE	/Leonardo Gianella/
SIGNATORY'S NAME	Leonardo Gianella
SIGNATORY'S POSITION	Member Manager
DATE SIGNED	05/07/2012

Trademark/Service Mark Application, Principal Register

Serial Number: 85618998

Filing Date: 05/07/2012

To the Commissioner for Trademarks:

MARK: (Stylized and/or Design, see [mark](#))

The applicant is not claiming color as a feature of the mark. The mark consists of four Chinese characters. The applicant, The Vantone Group, LLC, a limited liability company legally organized under the laws of New York, having an address of
857 Ninth Ave #2B
New York, New York 10019
United States

requests registration of the trademark/service mark identified above in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946 (15 U.S.C. Section 1051 et seq.), as amended, for the following:

International Class 036: Real Estate Brokerage

In International Class 036, the mark was first used by the applicant or the applicant's related company or licensee or predecessor in interest at least as early as 05/06/2012, and first used in commerce at least as early as 05/06/2012, and is now in use in such commerce. The applicant is submitting one(or more) specimen(s) showing the mark as used in commerce on or in connection with any item in the class of listed goods and/or services, consisting of a(n) screen shots of the Chinese and English language pages of Applicant's website.

Original PDF file:

[SPE0-662712636-211628594_._Vantone_Group_-_CHINESE.pdf](#)

Converted PDF file(s) (1 page)

[Specimen File1](#)

Original PDF file:

[SPE0-662712636-211628594_._Vantone_Group_-_ENGLISH.pdf](#)

Converted PDF file(s) (1 page)

[Specimen File1](#)

No claim is made to the exclusive right to use GROUP apart from the mark as shown.

The applicant claims ownership of U.S. Registration Number(s) 3856724.

The English translation of the Chinese characters in the mark is THE VANTONE GROUP.

The non-Latin characters in the mark transliterate to Wàn Tong Jí Tuán and this means Ten Thousand Group in English.

The mark was first used anywhere in a different form other than that sought to be registered at least as early as 04/13/2006, and in commerce at least as early as 04/18/2007.

The applicant's current Attorney Information:

Thomas D. Foster of TDFoster - Intellectual Property Law
12626 High Bluff Drive, Suite 150
San Diego, California 92130
United States

The attorney docket/reference number is 6470.009-01.

The applicant's current Correspondence Information:

Thomas D. Foster
TDFoster - Intellectual Property Law
12626 High Bluff Drive, Suite 150
San Diego, California 92130
858.922.2170(phone)
858.720.1990(fax)
foster@tdfoster.com (authorized)

A fee payment in the amount of \$325 has been submitted with the application, representing payment for 1 class(es).

Declaration

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. Section 1001, and that such willful false statements, and the like, may jeopardize the validity of the application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the applicant; he/she believes the applicant to be the owner of the trademark/service mark sought to be registered, or, if the application is being filed under 15 U.S.C. Section 1051(b), he/she believes applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; and that all statements made of his/her own knowledge are true; and that all statements made on information and belief are believed to be true.

Declaration Signature

Signature: /Leonardo Gianella/ Date: 05/07/2012
Signatory's Name: Leonardo Gianella
Signatory's Position: Member Manager
RAM Sale Number: 7079
RAM Accounting Date: 05/08/2012

Serial Number: 85618998

Internet Transmission Date: Mon May 07 22:08:49 EDT 2012

TEAS Stamp: USPTO/BAS-66.27.126.36-20120507220849324

366-85618998-490a275f019c4718a604deb7e39

50a22243-CC-7079-20120507211628594478

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纽约房地产经纪和咨询公司

我们是纽约房地产公司，为客户提供专业的地产咨询与资产管理服务，以协助客户快速完成地产投资交易。我们看重服务质量，在尊重和互信的基础上，与客户建立良好的工作关系。万通集团与各项地产相关的专业人士合作，为客户提供地产相关业务服务，包括房地产贷款专员、建筑承包商、房产法律师等等.....。不论您是否正在出售、购买或租赁，我们会尽力协助您各项服务，让你做出正确的决定并获取最佳的交易。

Vantone Group® 万通集团

410公园大道15楼

纽约市, 纽约州 10022

电话: +1-212-252-2157

Email: info@vantonegroup.com

万通集团是持牌纽约房地产经纪者

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REAL ESTATE

English

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» Home » About Us » Development » Asset Services



Home

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We provide investors with professional insights and advisory services to rapidly complete real estate transactions. We are widely recognized as one of the preeminent real estate companies in New York City.

We are known for developing quality working relationships with our clientele; relationships based on respect, integrity, and trust. The Vantone Group is proud to have developed beneficial relationships with lenders, inspectors, contractors, and a wide range of real estate professionals. Whether you are selling, purchasing or leasing we ensure that you have the support you need to make sound decisions and receive the best deal possible. We go the extra mile for you!

The agents at the Vantone Group take the time to listen to your needs. We work tirelessly to facilitate your goals without compromise. The Vantone Group is committed to treating every client as if they are our #1 priority.

If you are buying, selling, or looking to lease office space, we will be happy to speak with you.

Vantone Group®

410 Park Ave 15th Floor
New York NY 10022
Tel(212) 252-2157

Email: info@vantonegroup.com

The Vantone Group® is a licensed New York real estate broker

The Vantone Group LLC 万通集团有限公司, 保留所有权利

EXHIBIT 4

New York State Department of State Certificate of Service Mark Registration

I Daniel E. Shapiro, Special Deputy Secretary of State, do certify that the Service Mark described below and depicted on the attached copy has been duly registered in this Department pursuant to Article 24 of the General Business Law. This registration will remain in force for TEN years from the Date of Registration.

Registration Number: S21282 **Registration Date:** 03/08/10

Applicant: LEONARDO GIANELLA
857 NINTH AVE. #2B
NEW YORK NY 10019-

**State of Incorporation or
Partnership Organization:** NEW YORK

Class Numbers: 35

Date First Used in NYS: 04/27/2007 **Date First Used Anywhere:** 04/13/2006

Service Mark Description:

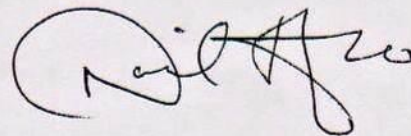
The Vantone Group

Description of Services: Real Estate Brokerage Services

WITNESS my hand and the seal of the State of New York In
the City of Albany on this:

Wednesday, March 10, 2010

by:



Special Deputy Secretary of State

DOS-690 (Rev. 3/01)



EXHIBIT 5

STATE OF NEW YORK • DEPARTMENT OF STATE REAL ESTATE IDENTIFICATION CARD		FOR OFFICE USE ONLY CONTROL NO. 506011
X <i>Gianella Leonardo</i> SIGNATURE OF PERSON TO WHOM LICENSE IS ISSUED		
EFFECTIVE DATE	EXPIRATION DATE	UNIQUE ID NUMBER
01/08/08	01/08/10	49GI1176276
<p>This certifies the bearer to be a duly licensed REAL ESTATE</p> <p>BROKER</p> <p>VANTONE GROUP LLC 410 PARK AVE 15TH FL NEW YORK NY 10022</p> <p>GIANELLA LEONARDO DEPARTMENT OF STATE</p>		

2008 - 2010

State of New York Department of State DIVISION OF LICENSING SERVICES		FOR OFFICE USE ONLY Control No. 506011
UNIQUE ID NUMBER 49GI1176276	Be it known that, pursuant to the provisions of Article 12A of the Real Property Law	
VANTONE GROUP LLC 410 PARK AVE 15TH FL NEW YORK NY 10022	EFFECTIVE DATE MO. DAY YR. 01 08 2008	
HAS BEEN DULY LICENSED TO TRANSACT BUSINESS AS A REAL ESTATE BROKER AND TO BE REPRESENTED BY GIANELLA LEONARDO	EXPIRATION DATE MO. DAY YR. 01 08 2010	
In Witness Whereof, The Department of State has caused its official seal to be hereunto affixed.		
LORRAINE A CORTES-VAZQUEZ SECRETARY OF STATE		
DOS-104 (Rev. 4/03)		

State of New York
Department of State
DIVISION OF LICENSING SERVICES

UNIQUE ID NUMBER

49GI1176276

Be it known that, pursuant to the provisions of
Article 12A of the Real Property Law

VANTONE GROUP LLC
410 PARK AVE 15TH FL
NEW YORK NY 10022

HAS BEEN DULY LICENSED TO TRANSACT
BUSINESS AS A REAL ESTATE BROKER
AND TO BE REPRESENTED BY
GIANELLA LEONARDO

FOR OFFICE USE ONLY

Control

No. **862151**

12041-08

EFFECTIVE DATE

MO. DAY YR.

02 10 2012

EXPIRATION DATE

MO. DAY YR.

02 09 2014

In Witness Whereof, The Department of State has caused
its official seal to be hereunto affixed.

CESAR A. PERALES
SECRETARY OF STATE

DOS-104 (Rev. 4/03)

EXHIBIT 6

Beijing Vantone Real Estate Co, Ltd.
600246
2012 ANNUAL REPORT

IMPORTANT NOTICE

- I. The board of directors (the "Board"), the supervisory committee ("Supervisory Committee") and the directors ("Directors"), supervisors and senior management of Beijing Vantone Real Estate Co., Ltd. (the "Company") hereby confirms that this annual report contains no false representation, misleading information or material omissions, and jointly and severally accepts full responsibility for the truthfulness, accuracy and completeness of the contents of this annual report.
- II. All Directors attended the meeting
- III. Price Water House Coopers Zhong Tian CPAs Limited Company issued a standard unqualified Auditor's Report for the Company.
- IV. Mr. Xu Li, the legal representative of the Company, Ms. Xu Xiaoyang, the General Accountant, and Ms. Shi Ying, the Finance Manager, declared that they confirmed the truthfulness and completeness of the financial statements in this annual report.
- V. Profit distribution plan of the reporting period upon the approval of the Board of Directors: Profit distribution plan is: based on the sharecounts of 121,680 shares outstanding as of December 31, 2012, to issue dividends of RMB 0.7 yuan(including tax) for every 10 shares held by all shareholders of the Company. Total cash consideration for dividend distribution is RMB 85.176 million yuan.
The dividend distribution plan shall be implemented upon Shareholder's approval per 2012 annual shareholders meeting.
- VI. Forward-looking statements including future plans and strategic development should not be read as a guarantee of future performance or results from the Company to investors. Investors shall note the investment risks.
- VII. Any capital held by controlling-shareholders and its related parties for non-operational purposes?
No.
- VIII. Any external guarantee provided in violation of the decision-making procedure?
No.

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I. Interpretations and Material Risk Notice

(I). Interpretations

In this report, the following expressions shall have the following meanings except where the context otherwise requires

Interpretations of frequently used phrases		
Vantone Longshan	means	Beijing Vantone Longshan Real Estate Co., Ltd.
Tianjin Promenades	means	Tianjin Vantone Promenades Real Estate Co., Ltd.
Teda Vantone	means	Tianjin Teda Vantone Real Estate Development Co. Ltd.
Wanzhi Corp.	means	Beijing Wanzhi Real Estate Development Co., Ltd.
Guangsha Fucheng	means	Beijing Guangsha Fucheng Real Estate Co., Ltd.
Tianjin Wanhua	means	Tianjin Wanhua Real Estate Co., Ltd.
Fuming Real Estate	means	Tianjin Fuming Real Estate Co., Ltd.
Beijing Promenades	means	Beijing Vantone Promenades Real Estate Co., Ltd.
Xianghe Vantone	means	Xianghe Vantone Real Estate Co., Ltd.
Chengdu Promenades	means	Chengdu Vantone Promenades Real Estate Co., Ltd.
Tianjin Zhengqi	means	Tianjin Vantone Zhengqi Investment Management Co., Ltd.
Vantone Longshan (Tiandi)	means	Beijing Vantone Longshan Tiandi Real Estate Co., Ltd.
Beijing Yingrui	means	Beijing Vantone Yingrui Investment Management Co., Ltd.
Tianjin Wantuo	means	Tianjin Eco-City Wantuo Real Estate Co., Ltd.
Tianjin Hexin	means	Tianjin Hexin Development Co., Ltd.
Vantone Investment	means	Vantone Investment Pte. Ltd.
Hangzhou Promenades	means	Hangzhou Vantone Promenades Real Estate Co., Ltd.
Shanghai Vantone Xindi	means	Shanghai Vantone Xindi Real Estate Co., Ltd.
Sanya CSI Vantone	means	Sanya CSI-Vantone Olympic Real Estate Co., Ltd.
Vantone Capital	means	Vantone Capital PTE. LTD.
Vantone Real-estate Corp.; Vantone real estate; the Company	means	Beijing Vantone Real Estate Co, Ltd.
Vantone Holdings	means	Vantone Investment Holdings Co., Ltd.

(II). Material Risk Notice

The company has disclosed material risk notice in this report. Please refer to the risk factors disclosed in the Board of Director's report relating future development discussion and analysis.

II. Section II Company Profile

(I). Company Information

Company name (in Chinese)	北京万通地产股份有限公司
Chinese abbreviation:	万通地产
Company name (in English):	Beijing Vantone Real Estate Co., Ltd
English abbreviation:	Vantone Real Estate
Legal representative of the Company:	Li Xu

(II). Contact person and contact method

	Secretary to the Board	Securities Affairs Representative
Name	Cheng Xiaoxi	Wang Ke
Contact address	Block D, Office Building of Vantone Center, Vantone Center, A6, Chaowai Street, Chaoyang District, Beijing	Block D, Office Building of Vantone Center, Vantone Center, A6, Chaowai Street, Chaoyang District, Beijing
Telephone	010-59070788	010-59071169
Fax	010-59071159	010-59071159
E-mail:	chengxiaoxi@vantone.com	wangke@vantone.com

(III). Basic information

Registered Company Address	Room 8233, Block B, Haixing Plaza, No.16 Danling Street, Haidian District, Beijing
Registered Company Postal Code	100080
Place of Business	4/F, Block D, Office Building of Vantone Center, Vantone Center, A6, Chaowai Street, Chaoyang District, Beijing
Place of Business Postal Code	100020
Company Website	www.vantone.com
E-mail	chengxiaoxi@vantone.com

(IV). Information disclosure and address for inspection

Newspapers for disclosure of the Company's information	China Securities Journal, Shanghai Securities News
Website designated by the CSRC for publishing the Annual Report	www.sse.com.cn
Address for inspection of the Annual Report	Office of the secretary of the Board of the Company

(V). Shares of the Company

Shares of the Company				
Class of shares	Place of listing	Abbreviation	Stock code	Former

				abbreviation
A Shares	Shanghai Stock Exchange	Vantone Real Estate	600246	Vantone Pioneer

(VI). Change of registration information during the reporting period**1. General**

There is no change in the Company's registration information during the reporting period.

2. Reference source to the Company's first registration

The Company's first registration date is 22 December 1998 and reference can be found in the Company's 2011 annual report.

3. Changes in the Company's primary business since listed

- 1) On September 22, 2000, the Company listed its shares on the Shanghai Stock Exchange, with scope of business of: sales and processing of corn starch, gluten, germ, animal feed and the acquisition of corn; main products are cornstarch, gluten, and germ.
- 2) In 2001, the Company's main scope of business changed to: sales, development and processing of agricultural products, grain and oil products; real estate development; sales of commercial properties; parking lot construction and operations; proprietary property management (including office rental);
- 3) In 2006, the Company's main scope of business changed to: real estate development; sales of commercial properties; parking lot construction and operations;
- 4) On October 10, 2007, the Company's main scope of business changed to: real estate development; sales of commercial properties; parking lot construction and operations; Information and technology consulting (without brokers);
- 5) On June 5, 2012, the Company's main scope of business changed to: real estate development; sales of commercial properties; parking lot construction and operations; Information and technology consulting (without brokers); labor dispatch; equity investment and management, and asset management.

4. Changes in the Company's controller shareholders since listed

- 1) On September 22, 2000, the Company's shares were listed on the Shanghai Stock Exchange, with the controlling shareholder of Beijing Shuntong Company.
- 2) In 2004, the controlling shareholder of the Company changed to Beijing Vantone Galaxy Co., Ltd.
- 3) In 2009, the controlling shareholder of the Company changed to Beijing Vantone Real Estate Co., Ltd. (name changed to Vantone on August 18, 2010)

(VII). Other relevant information

Name of accountant firm engaged by the Company	Name	PricewaterhouseCoopers Zhong Tian CPAs Limited Company
	Office Address	PricewaterhouseCoopers Center, 2 Corporate Avenue, 202 Hu

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		Bin Road, Luwan District, Shanghai, the PRC
	Name of the signing accountants	Liu Lei
		Peng Xiaofeng

III. Major accounting data and financial indicators**(I). Major accounting data and financial indicators for the last 3 years****1. Major accounting data**

Unit: RMB Currency: RMB

Major Accounting data	2012	2011	Year-over-year Changes (%)	2010
Operating Income	4,070,526,092.00	4,818,451,239.00	-15.52	3,568,396,779.00
Net profit attributable to shareholders of the Company	374,845,287.00	311,458,769.00	20.35	413,608,344.00
Net profit after nonrecurring items attributable to shareholders of the Company	204,814,631.00	293,760,612.00	-30.28	186,243,583.00
Net cash flow from operating activities	555,622,411.00	721,030,268.00	-22.94	863,189,602.00
	Year-end 2012	Year-end 2011	Year-over-year Changes (%)	Year-end 2010
Owners' equity attributable to shareholders of the Company)	3,522,907,709.00	3,293,982,598.00	6.95	3,191,684,179.00
Total share capital	10,746,006,948.00	11,307,764,036.00	-4.97	11,876,151,579.00

2. Major Financial Indicators

Major Financial Indicators	2012	2011	Year-over-year Changes (%)	2010
Basic earnings per share (RMB/share)	0.3081	0.2560	20.35	0.3399
Diluted earnings per share (RMB/share)	0.3081	0.2560	20.35	0.3399
Basic earnings per share after non-recurring items (RMB/share)	0.1683	0.2414	-30.28	0.1531
Weighted average return on net assets (%)	10.96	9.76	Increased by 1.2 percentage points	13.39
Weighted average return on net assets after non-recurring items (%)	5.99	9.20	Decreased by 3.21 percentage points	6.03

(II). Extraordinary Items

Unit: RMB Currency: RMB

Non-recurring Items	2012	2011	2010
Profit and Losses from disposal of non-current assets	134,903,847	-699,049	162,561,379
Government subsidies credited to current profit and loss, other than recurring government subsidies relating to the ordinary courses of business	61,779,697	41,372,634	65,195,068
Non-operating income and expenses other than the above items	-1,120,491	-3,516,824	24,213,612
Effect of minority interests (after tax)	-10,064,188	-9,629,820	-9,458,753
Effect of income tax	-15,468,209	-9,828,784	-15,146,545
Total	170,030,656	17,698,157	227,364,761

2012	Results	Based on
Assets-liabilities ratio (%)	63	Auditor's report for 2012 issued by PricewaterhouseCoopers Zhong Tian
Rate of interest-bearing liabilities (%)	32	
Percentage of monetary fund in total assets (%)	16	

IV. Report of Directors

1. Management Discussion and Analysis

(1) Market Analysis

National real-estate market saw a slight growth in 2012. According to data from National Statistics Bureau, the nation-wide accumulated investment on real-estate amounted to 7.18 trillion RMB, a year-over-year increase of 16.2%. The national real estate sales area was 1.113 billion square meters, an increase of 1.8% over the previous year, where residential sales area went up 2%, office building increased 12.4%, and commercial building sales area decreased by 1.4%. National real estate sales was 6.45 trillion yuan, an increase of 10%, where residential sales increased 10.9%, office building sales grew 12.2%, and commercial building sales increased 4.8%.

In 2012, monetary policy was moderately relaxed. In February and May, 2012, the central bank cut the depository reserve ratio by 0.5 percentage points each time; In June and July, the central bank further cut the depository ratio and benchmark lending rate twice. Moderately loose monetary environment has improved the financing condition for real-estate industry as compared with 2011.

(2) Review on the operation of the Company during the reporting period.

Overall operation of the Company during the reporting period

In 2012, focusing on concept of transformation and growth, and following the strategy of "Binhai New Area, American Mode, Vantone Values and Green Company", the management of the Company, under the proper leadership of the Board, further promoted the development of commercial properties while putting efforts in residential business, thus making breakthroughs in enhancement of abilities in commercial properties operation and assets management. Meanwhile, the Company vigorously explored new financing mode, achieved best combination of financial arrangement diversity and commercial property type exploration. Strategic implementation and innovative research and development of the Company's green strategy have made concrete progress.

During the reporting period, the Company generated operating income of the 4,070,530,000 Yuan, a decrease of 15.52% over the previous year; net profit attributable to equity holders of 374,850,000 Yuan, an increase of 20.35% over the same period of last year. As of December 31, 2012, the Company held net asset of 3,522,910,000Yuan, an increase of 6.95% year-over-year.

Principal operation of the Company and its performance

During the reporting period, the Company was principally engaged in development and sales of residential property as well as development and leasing of commercial property. To transfer toward commercial properties and balance commercial property with residential property is the Company's strategy. 2012 witnessed a concrete step of the Company in expanding investment in commercial property and carrying out deployment of commercial properties.

On commercial property, through division of work by specialties, the Company divided the original commercial property business into four major cores, namely, "commercial property design management, research & planning for commercial property markets, commercial property investment and planning management, commercial property operation and management", and gradually established and improved the commercial property business

control system by concentrating on boosting its capabilities in "product, finance, operation and management", coming up with the following 4 standards:

- i. Beijing Vantone Center Block D: optimize the tenant mix with an annual retention/ renewal number of 36 groups of customers; with new tenants of 23 groups, renewing tenants of 13 groups and 5 groups of tenants expanding their leasing spaces; Average effective leasing rate on new agreements at 290 yuan /month/s.m; Actual leasing space at 20772.36 square meters; Actual occupancy rate of 98.2% for the building.
- ii. Hangzhou Vantone Center: Commenced construction in June, 2011; completed pile foundation construction in September, 2011; Acquired LEED Golden pre-certification in October, 2011; Started sales of Building A and Building C office building in September, 2012.
- iii. Tianjin Vantone Center: Commenced construction on schedule in March, 2012; Held a formal groundbreaking ceremony on September 28; Commenced soil excavation on October 4th; Acquired LEED Golden pre-certification; Introduced BIM technology.
- iv. Shanghai Hongqiao Vantone: Commenced construction on September 20, 2012; Acquired land certificate on December 3; Acquired LEED Golden pre-certification; Introduced BIM technology.
- v. Beijing CBD core area Z3: began program design in all areas.

On residential property business, the Company strengthened the following aspects:

- 1) the standardization framework for Vantone Mansion serial products
- 2) Enhance client value (landscape)
- 3) Enhance client value (community and sales center)
- 4) Operational management and enhance efficiency.

1) Principal Operations Analysis

i. Profit and Losses and cash flow Statement Analysis

Unit: RMB Currency: RMB

Items	Current period	Last Period	Percentage of changes (%)
Operating Income	4,070,526,092.00	4,818,451,239.00	-15.52
Operating Expenses	2,749,206,199.00	2,673,960,652.00	2.81
Sales Expenses	122,405,093.00	149,852,893.00	-18.32
General and Administrative Expenses	173,716,421.00	186,540,277.00	-6.87
Accounting expenses	93,394,154.00	100,149,827.00	-6.75
Net cash flow from operating activities	555,622,411.00	721,030,268.00	-22.94
Net cash flow from investing activities	294,412,943.00	-1,746,634,266.00	116.86
Net cash flow from financing activities	-863,182,108.00	-584,576,807.00	-47.66

ii. Revenues

i) **Factor analyses that lead to revenue changes**

During the reporting period, the Company's revenues from carry-over projects were lower than last year, hence leading to the decrease in operating income.

ii) **Major clients**

Operating revenues generated from our top five customers were 74,352,990 RMB, accounting for 1.83% of operating revenues.

	Operating revenues (RMB)	% of total operating revenues (%)
Guoshou Yuantong	20,150,000	0.50
Customer from New Town	14,500,000	0.36
Customer from New Town	14,252,990	0.35
Customer from New Town	12,800,000	0.31
Customer from New Town	12,650,000	0.31
Total	74,352,990	1.83

iii. **Cost**i) **Cost analysis**

Unit: Yuan

By Industry						
By industry	Cost Breakdown	Amount for the current period	Cost of current period as a percentage of total cost (%)	Amount for the last comparable period	Cost of last period as a percentage of total cost (%)	period-over-period Changes in the amount (%)
Sales of property	Sales of property	2,702,621,577	98.31	2,629,247,363	98.33	2.79
Property rental	Property rental	46,573,012	1.69	44,711,219	1.67	4.16

iv. **Expenses**

Items	Year 2012 (yuan)	Year 2011(yuan)	Year-over-yearChanges
Sales Expenses	122,405,093	149,852,893	-18.32%
General and Administrative expenses	173,716,421	186,540,277	-6.87%
Accounting expenses	93,394,154	100,149,827	-6.75%

The Company launched fewer new projects this year. Lower market expenses relating to launched projects led to lower sales expenses.

v. Cash Flow

Items	2012 (Yuan)	2011 (Yuan)	Year-over-year changes
Net cash flow from operating activities	555,622,411	721,030,268	-22.94%
Net cash flow from investing activities	294,412,943	-1,746,634,266	116.86%
Net cash flow from financing activities	-863,182,108	-584,576,807	-47.66%

2) Operating Analysis by Industry, Products, and Regions

i. Operating activities by Industry and by Products

Unit: Yuan Currency: RMB

Operating activities by Industry						
By industry	Operating Income	Operating Cost	Gross Margin (%)	Year-over-year changes in operating income (%)	Year-over-year changes in operating cost (%)	Year-over-year changes in gross margin (%)
Sales of property	3,915,729,385	2,702,621,577	30.98	-16.30	2.79	Decreased 12.82 percentage points
Property Rental	129,729,838	46,573,012	64.10	22.48	4.16	Increased 6.31 percentage points

ii. Operating analysis by Region

Unit: Yuan Currency: RMB

by Region	Operating income	Year-over-year changes in operating income
Beijing Area	1,568,490,838	9.30
Tianjin Area	1,868,681,079	-44.20
Sichuan/Chongqing area	608,287,306	

3) Balance Sheet analysis

i. balance Sheet analysis

Unit: Yuan

Items	Data of current period	Current period as a percentage of total assets (%)	Data of last period	Last period as a percentage of total	Period-over-period changes (%)
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				assets (%)	
Accounts Receivables	1,565,322	0.01	21,432,641	0.19	-92.70
Other receivables	581,406,706	5.41	452,884,894	4.01	28.38
Long-term equity investments	434,623,725	4.04	577,484,748	5.11	-24.74
Fixed Assets	32,739,683	0.30	38,709,850	0.34	-15.42
Long-term prepayment	16,138,427	0.15	23,771,557	0.21	-32.11
Deferred income tax assets	143,467,290	1.34	80,791,065	0.71	77.58
Short-term borrowings	278,819,221	2.59	383,864,514	3.39	-27.37
Customer advances	1,300,048,840	12.10	2,019,514,690	17.86	-35.63
Interest payable	23,201,941	0.22	35,190,891	0.31	-34.07
Other payables	163,432,845	1.52	120,445,692	1.07	35.69
Non-current liabilities due within one year	530,495,368	4.94	847,872,000	7.50	-37.43
Long-term borrowings	702,283,250	6.54	1,023,460,350	9.05	-31.38
Other non-current liabilities	808,751,170	7.53	343,601,134	3.04	135.38

Accounts Receivables: decreased this year due to timely collection on real-estate sales;

Other receivables: increased this year due to receivables relating to third-party equity transfer;

Long-term equity investment: decreased this year due to disposal of investments in related companies;

Fixed-assets: decreased this year due to operational amortization;

Long-term expenses: decreased this year due to operational amortization;

Deferred income taxes: increased this year due to the Company's accrued expenses and corresponding increase on deferred income tax assets;

Short-term borrowings: decreased this year due to payments made on short-term loans;

Customer advances: decreased this year and recognized in revenues upon deliveries.

Interest payables: decreased this year due to decreased outstanding balance of loans;

Other payables: increased this year due to collection of payments and third-party deposits;
 Non-current liabilities due within one year: decreased this year due to payments made on loans due within one year;
 Long-term borrowings: decreased due to payments made in this year;
 Other non-current liabilities: increased this year due to the establishment of a trust fund;

4) Investment Analysis

i. Investment analysis of non-financial companies entrusted wealth management and derivative investments

i) Trust funds

The Company had no trust funds in this year

ii) Entrusted loans

The Company had no entrusted loans this year.

ii. Use of raised funds

During the reporting period, the Company did not raise funds or carry funds raised in previous periods.

iii. Major Subsidiaries and Joint-equity Companies

Company Name	Business nature	Major products or offerings	Registered Capital (Yuan)	Total Assets (Yuan)	Net Assets (Yuan)	Net profits (Yuan)
Tianjin Vantone Promenades real estate Co., Ltd.	Real Estate Development	Real Estate Projects	250,000,000	899,620,892	569,041,231	159,859,939
Beijing Vantone Longshan Real Estate Co., Ltd.	Real Estate Development	Real Estate Projects	150,000,000	441,161,165	301,303,953	47,047,081
Beijing Vantone Longshan Tiandi Real Estate Co., Ltd.	Real Estate Development	Real Estate Projects	200,000,000	626,925,286	253,371,874	55,954,884
Beijing Guaxia Fucheng Real Estate Co., Ltd.	Real Estate Development	Real Estate Projects	90,000,000	1,870,696,293	378,745,314	183,858,554

iv. Non-fund-raising-project

During the reporting period, the Company had no non-fund-raising-projects.

2. Outlook for future development**1) Development Strategy**

The Company will continue to execute the strategy of "Binhai New Area, American Model, Vantone Values and Green Company". The Company will fully utilize the geographic advantages of Binhai new area in optimizing resources; and cultivate its competitive advantages based on Beijing-Tianjin area as the strategic foundation; continue to stick to the American model in investing commercial properties based on profit-driven development model and financial-flexibility to create a Vantone-style commercial property investment model; continue to adhere to the corporate culture in building a professional team, vigorously promoting the "Green" strategy to fulfill the corporate social responsibilities, providing returns for the society and increasing values for all stakeholders of the Company through building a green company and green products, and to further increase the R & D capabilities to enhance the Company's market resilience and core competences.

2) Operational Plan

The Company plans to work on the below five areas in 2013:

- 1) Complete o2-3 new projects expansion;
- 2) Complete the establishment of a commercial operation model;
- 3) Complete healthy housing standards and practices;
- 4) Implement and carry on the on-going cost optimization;
- 5) Enhance organizational efficiency.

3) Potential risk factors

The uncertainty of China's macro-economic condition and industry adjustments, as well as increased market competition could have material impacts on the Company's capability in executing its strategies and generating anticipated operating results. The Company still has rooms for improvements on its market capitalization, equity size, as well as management professional expertise as compared to its industry peers.

3. Board explanation on "unqualified auditors' report" from accounting firm

- 1) Board and Supervisory committee's statement on "unqualified auditor's report" from accounting firm
 v Not applicable
- 2) Board analysis and explanation of the causes and effects of changes in accounting policies, accounting estimates, or accounting methods
 v Not applicable

3) Board analysis and explanation of the corrections on previous errors

√ Not applicable

4. Profit distribution or common reserves capitalizing plan

1) The making, execution, or adjustment to cash dividend policy

During the reporting period, according to the China Securities Regulatory Commission's Notice on "Follow-up measures on cash dividend policy for listed companies" and relevant provisions of the Beijing Securities Regulatory Bureau, the Company amended Item 155 in its Articles of Association on the terms of profit distribution, and provided cash dividend policy on distribution standards and profit-sharing terms, upon approval obtained in its 2012 6th temporary shareholder meeting.

2) During the reporting period, if the Parent company is generating positive profit but does not intend to issue cash dividend, the Company should disclose in detail of the reason and the intended plan of use for its retained earnings.

√ not applicable.

3) Recent three-year (including reporting period) profit distribution plan or common reserves capitalizing plan

Unit: Yuan Currency: RMB

Profit-distribution year	Bonus shares for every 10 shares (share unit)	Cash dividends for every 10 shares (Yuan) (including taxes)	Additional share for every 10 shares (Cash dividend (including taxes)	Net profits attributable to Shareholders in the dividend year	Net profits attributable to shareholders as a percentage of total profits (%)
2012	0	1.3	0	158,184,000	374,845,287	42.20
2011	0	0.6	0	73,008,000	311,458,769	23.44
2010	0	2.55	0	310,284,000	413,608,344	75.02

5. Fulfillment of the corporate social responsibilities

1) Corporate social responsibilities work

Please refer to the < 2012 Report on Vantone Social Responsibilities Work > published on Shanghai Securities Exchange website (www.sse.com.cn) dated March 15, 2013.

V. Important Notice

(I). Material litigation and arbitrations

There were no material litigation and arbitration during the year.

(II). Occupied capital and debt status

√ not applicable

(III). Bankruptcy and reorganization

There is no bankruptcy and reorganization during the year.

(IV). Sales of assets, Mergers and Acquisitions

1. The sales of assets, mergers and acquisitions disclosed in public announcements with no further updates in executions:

Overview of the matter	Reference Source
Sales of assets of the Company: Beijing Vantone Real Estate Co., Ltd. transferred 48.9642% of its equity ownership in its fully owned Company Tianjin Hexin Development Co., Ltd. to Kunshan Boyuan Wanzhi Investment center (Limited partnership) for a total consideration of 420 million RMB	Refer details of the matter to the Company's public announcement and appendix published on Shanghai Stock Exchange website (www.sse.com.cn) and the "China Securities Journal", "Shanghai Securities News" on October 30, 2012.
Sales of assets of the Company: Beijing Vantone Real Estate Co., Ltd. transferred 23.5% of its equity ownership in Tianjin Teda City Development Co., Ltd. to Tianjin Rongchuang Real Estate Co., Ltd. for a total consideration of 348,863,150 Yuan.	Refer details of the matter to the Company's public announcement and appendix published on Shanghai Stock Exchange website (www.sse.com.cn) and the "China Securities Journal", "Shanghai Securities News" on December 22, 2012.

(V). Incentive shares and impacts

√ Not applicable

(VI). Major related party transactions

√ Not applicable

(VII). Material contracts and their fulfillment

1. Custody, contracting and leasing matters

√ Not applicable

2. Guarantees

Unit: '100 million RMB; Currency: RMB

Guarantees provided by the Company to its subsidiaries	
Total amount of guaranties provided to its subsidiaries during the reporting period	14.54
Total balance of guaranties provided to its subsidiaries at the end of the reporting period (B)	18.09
Total guaranties provided by the Company (including guaranties to its non-wholly owned subsidiaries)	
Total amount of guaranties (A+B)	18.09
Total amount of guaranties as a percentage of the Company's net assets (%)	51.34
Including:	
Direct or indirect guaranties provided to guarantors with over 70% debt-to-equity ratio	6.47
Total amount of guaranties in excessive of 50% of net assets (E)	0.47
Total amount of the aforesaid three guaranties (C+D+E)	6.94

3. Other material contract

The Company was not involved in other material contract during the year.

(VIII). Performance of promised undertakings

√ not applicable

(IX). Appointment and dismissal of accounting firm

Unit: '0,000 RMB Currency: RMB

Whether changed the accounting firm	No
	Accounting firm currently engaged
Name of domestic accounting firm	PricewaterhouseCoopers Zhong Tian CPAs Limited Company
Fees of domestic accounting firm	159
Term of engagement period with the domestic accounting firm	3

(X). Punishments and rectification involved by the Company and its directors, supervisors, and senior management, shareholders of 5% or more, and de facto controllers

During the year, none of the Company, its directors, supervisors, senior management, shareholders of 5% or more, or de facto controller was subject to any investigation, administrative punishment or public criticizes from CSRC and public censures from stock exchanges.

(XI). Other significant events

There was no other significant event in the reporting period.

VI. Changes in Share Capital and Particulars of Shareholders

(I). Changes in share capital

1. Changes in shares

1) Changes in shares

Unit: Share unit

	Before the change		Increase/decrease during the year (+, -)					After the change	
	Number	Percentage	New issues	Bonus share issue	Transfer of capital reserve into share capital	Others	Subtotals	Number	percent age
1 Shares subject to trading moratorium									
i. State-owned shares									
ii. State-owned legal person shares									
iii. Other domestic shares									
Including: Domestic non-state-owned legal person shares									
Domestic natural person shares									
iv. Foreign shares									
Including: Foreign legal person shares									
Foreign natural person shares									

2	Shares not subject to trading moratorium	1,216,800,000	100						1,216,800,000	100
i.	Ordinary shares denominated in RMB	1,216,800,000	100						1,216,800,000	100
ii.	Domestic listed foreign shares									
iii.	Overseas listed foreign shares									
iv.	Others									
3	Total shares	1,216,800,000	100						1,216,800,000	100

2. Changes in shares subject to trading moratorium

During the reporting period, there were no changes in shares subject to trading moratorium.

(II). Securities issue and listing

1. Securities issued for the last three years

As of the reporting period and last three years, the Company did not issue any listed securities.

2. Changes in total shares and shareholding structure of the Company and changes in the Company's assets and liabilities

During the reporting period, there were no changes in total shares and shareholding structure of the Company due to issue of bonus shares or placement.

3. Existing employee shares

The Company had no employee shares at the end of the reporting period.

(III). Shareholders and de factor controllers

1. Number of shareholders and shareholding

Unit: share unit

Total number of shareholders at the end of reporting period			95,847	Total number of shareholders on the 5 th business day preceding the end of this reporting period		90,984
Top ten shareholders of the Company and their respective shareholdings						
Name of shareholder	Type of	Shareholding	Total	Increase/	Number of	Number

	shareholder	percentage(%)	number of shares held	decrease in the reporting period	shares Subject to trading moratorium	of shares pledged or frozen
Vantone Holdings Co., Ltd.	Domestic non-state-owned legal person	51.16	622,463,220	0	0	pledged 448,000,000
Shenyin Securities Corporation customer credit transactions backed securities accounts	Unknown	0.54	6,590,819	5,357,439	0	none
China Construction Bank ShiYufu CSI Limited 300 Index Securities Investment Fund	Domestic non-state-owned legal person	0.42	5,050,194	5,050,194	0	none
Tan Baolin	Domestic natural person	0.35	4,227,000	4,227,000	0	none
China Life Insurance Company Limited - traditional - ordinary insurance products-005L-CT001 Shanghai	Domestic non-state-owned legal person	0.32	3,842,088	3,842,088	0	none
Ma Shaoying	Domestic natural person	0.26	3,172,600	3,172,600	0	none
China Construction Bank Corporation - Prudential Securities 500 Index Classification Securities Investment Fund	Domestic non-state-owned legal person	0.25	3,066,459	2,459,269	0	none
Guoyuan Securities Co., Ltd. customer credit transactions backed securities account	Unknown	0.24	2,945,240	945,240	0	none
Zhao Xunliang	Domestic natural person	0.21	2,503,886	565,000	0	none
Xie Deyi	Domestic natural	0.20	2,458,100	2,458,100	0	none

	person				
Top ten holders of shares not subject to trading moratorium and their respective shareholdings					
Name of shareholder		Number of shares not subject to trading moratorium		Class of shares and number of shares	
Vantone Holdings Co., Ltd.		622,463,220		RMB ordinary shares	
Shenyin Securities Corporation customer credit transactions backed securities accounts		6,590,819		RMB ordinary shares	
China Construction Bank Ltd., - ShiYufu CSI Limited 300 Index Securities Investment Fund		5,050,194		RMB ordinary shares	
Tan Baolin		4,227,000		RMB ordinary shares	
China Life Insurance Company Limited - traditional - ordinary insurance products-005L-CT001 Shanghai		3,842,088		RMB ordinary shares	
Ma Shaoying		3,172,600		RMB ordinary shares	
China Construction Bank Corporation - Prudential Securities 500 Index Classification Securities Investment Fund		3,066,459		RMB ordinary shares	
Guoyuan Securities Co., Ltd. customer credit transactions backed securities account		2,945,240		RMB ordinary shares	
Zhao Xunliang		2,503,886		RMB ordinary shares	
Xie Deyi		2,458,100		RMB ordinary shares	
Statement on the relationship of related parties or act in concert among the above shareholders		The Company is not aware of any connected relationship or any act in concert between the above holders of shares not subject to trading moratorium and other holders of circulating shares not subject to trading moratorium or among the holders of circulating shares not subject to trading moratorium.			

(IV). Controlling shareholder and the de facto controller**1. Particulars of the controlling shareholder****1) Legal person** Unit: '0,000 RMB Currency: RMB

Name	Vantone Holdings Co., Ltd
Person-in-charge or legal representative	Feng Lun
Date of establishment	26 June 1993
Registered capital	143,377.5
Principle business or management activity	Investment business

2) Natural Person

Name	Feng Lun
Nationality	China
Whether obtained other country or region's	No

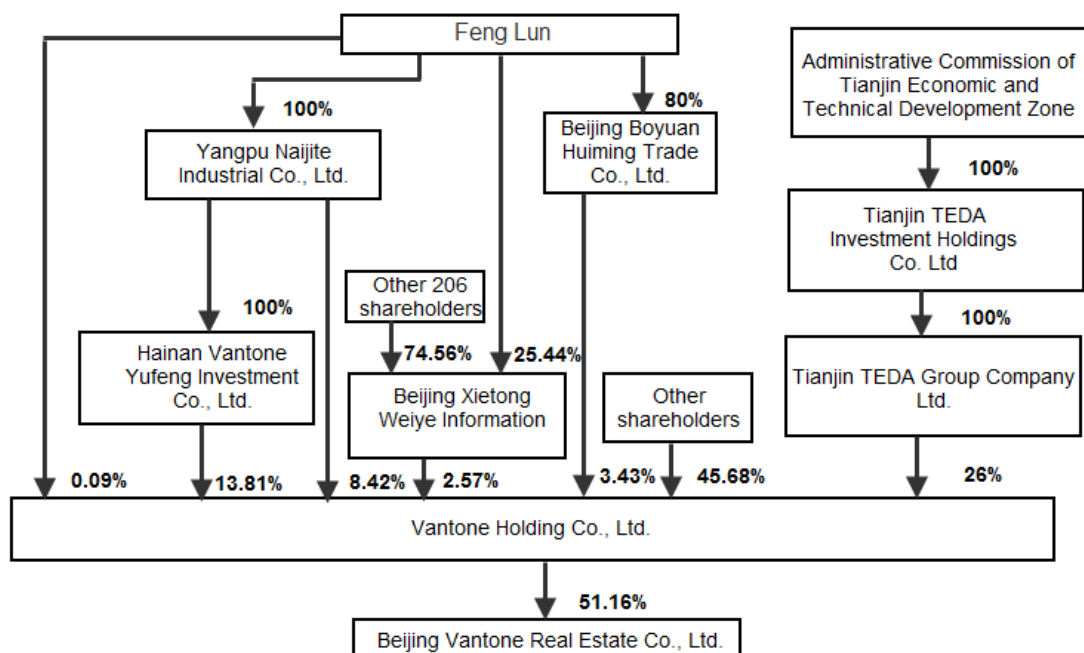
permanent residency	
Occupations in the past five years	Mr. Feng had acted as Chairman of the Board of Vantone Industrial Group Co., Ltd. and Chairman of Vantone Holdings Co., Ltd. since January 2005.

2. de facto controller

1) Natural person

Name	Feng Lun
Nationality	China
Whether obtained other country or region's permanent residency	No
Occupations in the past five years	Mr. Feng had acted as Chairman of the Board of Vantone Industrial Group Co., Ltd. and Chairman of Vantone Holdings Co., Ltd. since January 2005.

2) Diagram of ownership and controlling relationship between the Company and the de facto controller



(V). Other legal shareholders with more than 10% of shareholding position

At the end of this reporting period, the Company had no other legal shareholders with more than 10% of shareholding position.

VII. Directors, Supervisors and Senior Management

(I). Shareholding and remuneration

1. Shareholding and remuneration of current and departing directors, supervisors and senior management during the reporting period

Unit: Share units

Name	Position	Sex	Age	Beginning date of term	Ending date of term	Number of shares held at the beginning of the year	Number of shares held at the end of the year	Changes in shareholding positions in the year	Reasons for the Shareholding changes	Total remuneration received from the Company during the reporting period (RMB0'000) (Before tax)	Total remunerations due from shareholders during the reporting period
Xu Li	Director	Male	47	March 30, 2011	March 30, 2014	546,480	877,381	330,901	Secondary market trading	267.8	
Yao Peng	Deputy Director	Male	56	March 30, 2011	March 30, 2014					141.8	
Yun Dajun	Director, General Manager	Male	57	March 30, 2011	March 30, 2014	0	350,000	350,000	Secondary market trading	253.44	
Zheng Yi	Director	Male	40	March 30, 2011	March 30, 2014					4	
Wang Wei	Director	Male	44	March 30, 2011	March 30, 2014					1	
Sun Hua	Director	Male	41	March 30, 2011	March 30, 2014					4	
Zhang Guoan	Director	Male	52	March 30, 2011	March 30, 2014					4	
Peng Xuefeng	Independent Director	Male	50	March 30, 2011	March 30, 2014					12	
Wang Bing	Independent Director	Male	44	March 30, 2011	March 30, 2014					12	
Yu Xiaolei	Independent Director	Male	49	March 30, 2011	March 30, 2014					12	
Du Lihong	Independent	Female	33	March	March					12	

Beijing Vantone Real Estate Co, Ltd. 2012 Annual Report

	Director			30, 2011	30, 2014						
Liu Junyong	Director of Supervisory Committee	Male	47	March 30, 2011	March 30, 2014					95.16	
Feng Shuaipeng	Supervisor	Male	31	March 30, 2011	March 30, 2014						
Ma Jian	Supervisor	Male	36	March 30, 2011	March 30, 2014						
Song Xingkai	Supervisor	Male	33	August 15, 2012	March 30, 2014						
Wu Di	Supervisor	Female	35	March 30, 2011	July 30, 2012						
Yang Jianhua	Deputy Manager	Male	49	May 22, 2011	March 30, 2014	0	219,230	219,230	Secondary market trading	194.86	
Yang Yiqing	Deputy Manager	Male	44	May 22, 2011	March 30, 2014	0	285,700	285,700	Secondary market trading	177.67	
Wang Qinghong	Deputy Manager	Male	42	May 22, 2011	March 30, 2014	0	190,000	190,000	Secondary market trading	194	
Xu Xiaoyang	Financial Controller	Female	40	May 22, 2011	March 30, 2014					177.38	
Cheng Xiaoxi	Board Secretary	Male	48	March 30, 2011	March 30, 2014	0	215,100	215,100	Secondary market trading	168	
i Meng	Director	Male	35	March 30, 2011	March 30, 2014					3	
Total	/	/	/	/	/	546,480	2,137,411	1,590,931	/	1,734.11	

XuLi, had served as Directors and General Manager of Vantone Holdings Co., Ltd. since January 2007. Currently he is Chairman of the Company.

Yao Peng, has served as Deputy General Manager of Beijing Vantone Industrial Co., Ltd. and General Manager of Longshan Project since January 2007. Currently he is Vice Chairman of the Company.

Yun Dah Jiunn, had served as China Area CFO/ Vice President of Compaq United States since January 2007; from 2002 to 2003, he served as China Area CFO of Israel AMDOCS Company; from 2003 to 2004, he served as Great China CFO of BEA Company of USA; from 2004 to August 2006, he served as Executive Director and CFO of IRICO Group Electronics Company Limited. Currently he is a

director and General Manager of the Company.

Zheng Yi, has served as Deputy General Manager of Vantone Holdings Co., Ltd. since January 2007. Currently he is a director of the Company.

Wang Wei, has served as Manager of the Investment Centre of TEDA Group since January 2007. Currently he is a director of the Company.

Sun Hua, has served in Beijing Jiahua Construction and Real Estate Co., Ltd. since January 2007. Currently he is a director of the Company.

Zhang Guo'an, has served as Deputy General Manager and executive director of Vantone Holdings Co., Ltd. since January 2007. Currently he is a director of the Company.

Peng Xuefeng, has served as the Director and a senior partner of Beijing Dacheng Law Firm since January 2007. Currently he is an independent director of the Company.

Wang Bing, has served as Chairman of Beijing Dingtian Assets Management Co., Ltd. since January 2007. Currently he is an independent director of the Company.

Yu Xiaolei, has served as Chairman of China Corporate Port Capital Service Group, Chairman of China Corporate Gaoda Investment Capital Management Company Limited since January 2007. Currently he is an independent director of the Company.

Du Lihong, has served as property & finance analyst and research consultant in AVIC Securities Co., Ltd. and a partner of Beijing Beta Consulting Center since January 2007. Currently he is an independent director of the Company.

Liu Junyong, has served as director and deputy director of the Audit Committee of the board of directors of Vantone Holdings Co., Ltd. since January 2007. Currently he is Chairman of the Supervisory Committee of the Company.

Feng Shuaipeng, has served manager of Risk Control Center of Tianjin TEDA Group Company Ltd. Since January 2007. Currently he is a supervisor of the Company.

Ma Jian, has served in Beijing Urban Construction Installation Engineering Company Ltd. and Xianghe Vantone Real Estate Development Co. Ltd. since January 2007. Currently he is a supervisor of the Company.

Song Hing Kai: has worked at Beijing Construction Engineering Co., Ltd., the Beijing Bo Beijing Real Estate Development Co., Ltd., as a budget engineer since July 2002. He currently serves at Xianghe Vantone Real Estate Development Co., Ltd. as the cost Manager. He is currently a supervisor of the Company.

Wu Di, has served in Legal Department of Beijing Vantone Industrial Co., Ltd. since January 2007. Currently he is a supervisor of the Company.

Yang Jianhua, has served in the Company since January 2007. Currently he is Deputy General Manager of the Company.

Yang Yiqing, has served in the Company since January 2007. Currently he is Deputy General Manager of the Company.

Wang Qinghong, has served in the Company since January 2007. Currently he is Deputy General Manager of the Company.

XuXiaoyang, has served in the Company since January 2007. Currently he is Chief Finance Officer of the Company.

Cheng Xiaoxi, has served in the Company since January 2007. Currently he is Secretary to the Board of Directors of the Company.

Li Meng: worked in Tianjin TEDA Investment Holding Co., Ltd from October 2004 to June 2009. Since June 2009, he worked in Tianjin TEDA Group Co., Ltd. He served as manager of investment center. He is currently a director of the Company.

(II). Current and departing Directors, supervisors and senior management during the reporting period

1. Particulars of tenure of office in shareholder entities

Name	Name of shareholder Company	Position assumed	Beginning date of term	Ending date of term
Xu Li	Vantone Holdings Co., Ltd	Chairman		
Zheng Yi	Vantone Holdings Co., Ltd	Deputy General Manager		
Zhang Guoan	Vantone Holdings Co., Ltd	Executive Director		

2. Particulars of tenure of office in other entities

Name	Name of other entities	Position assumed	Beginning date of term	Ending date of term
Li Meng	Tianjin TEDA Group Company Ltd.	Manager of investment development department		
Sun Hua	Beijing Jiahua	Financial Controller		

	Zhuye Co., Ltd.			
Peng Xuefeng	Beijing Dacheng Law Firm	Partner		
Wang Bing	Dingtian Assets Management Co., Ltd.	Chairman		
Yu Xiaolei	China Corporate Port Consultant Group	Chairman and CEO		
Du Lihong	AVIC Securities Co., Ltd.	Real estate financial analysts, research consultant		
Ma Jian	Tianjin TEDA Group Company Ltd.	Manager of Risk Control Center		

(III). Remuneration of directors, supervisors and senior management

The decision-making procedures for the remunerations of director, supervisors and senior management	A proposal was submitted by the Board of Directors or Supervisory Committee (as the case may be) in respect of remunerations of directors or supervisors (as the case may be) and proposed and considered at the shareholder general meeting for approval. The salary benchmark of senior management shall be implemented according to the resolutions considered and approved by the Board of Directors.
Basis of remunerating Directors, supervisors and senior management	Based on the industry average salary with reference to their post responsibilities and performances, and in accordance with the resolutions approved by the Board of Directors in connection with salaries and bonuses allocation for the directors, supervisors and senior management, the remuneration benchmark and mode of allocation thereof are determined.
Remuneration payable to Directors, supervisors and senior management	Remuneration payable to Directors, supervisors and senior management based on the aforesaid terms should have been 17.34million Yuan (before tax) in the reporting period
Total remuneration paid to Directors, supervisors and senior management at the end of the reporting period	Remuneration paid to Directors, supervisors and senior management at the end of the reporting period totaled 17.34million RMB (before tax)

(IV). Personnel changes in directors, supervisors, and senior management

Name	Position assumed	Personnel changes	Reason for the change
Wang Wei	Director	Resignation	Personal reason
Wu Di	Supervisor	Resignation	Personal reason

Li Meng	Director	Appointment	Election
Song Xingkai	Supervisor	Appointment	Election

(V). Employees in parent company and major subsidiaries

1. Employees

Employees in parent company	122
Employees in major subsidiaries	461
Total current employees	583
Employee Structures	
Departments	Employee number
Business department	136
Business support department	254
Functional department	145
Others	48
TOTAL	583
Education background	
Educational level	Headcount
Postgraduate	62
University graduate	320
Junior college graduate	184
Others	17
TOTAL	583

2. Compensation policy

The Company strictly complies with the national labor law and pertinent policies in its employee compensation packages. The compensation policy is in line with the Company's strategic direction, and is performance-oriented; position based, and has taken into account of the efficiency and fairness in attracting and retaining the talented personnel to sustain the Company's continuous development. The Company adopts broadband compensation system where the compensation is consisted of three major parts: monthly salary, annual bonus and special incentive.

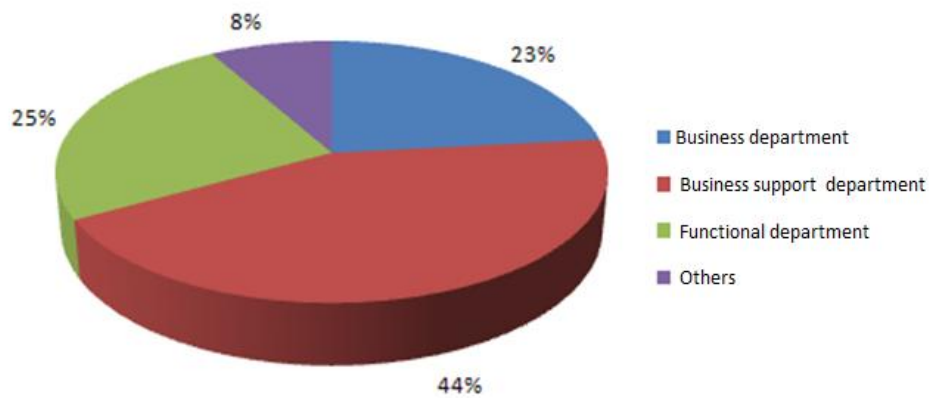
3. training programs

The Company believes that "continuous learning is the footstool for Vantone's continued progress," and is dedicated to creating a learning culture and learning organization to enhance the overall employee's professionalism and fostering Vantone's corporate culture through systematic employee training and development programs. Vantone focuses on training "Golden managers" based on the requirements of the organization's future growth through development programs to fulfill its future human resources demand.

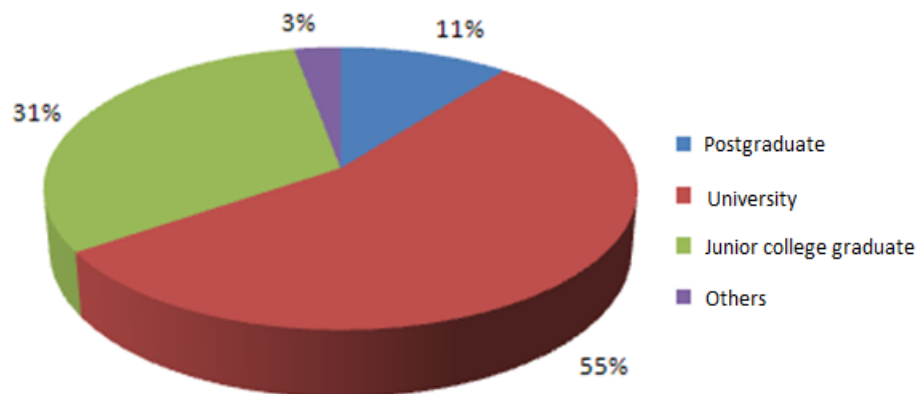
The Company's training programs include Vantone's corporate culture, new employee training, managerial training and professional training. Through annual management discussions on human resources training requirements, the Company determines and executes its employee

training programs for employees of different levels and different aspects under coordination of its Human Resources department.

4. Employee structure by departments



5. Employee structure by educational level



VIII. Corporate Governance Structure

(I). Corporate governance and insider registration management

According to the requirements of China Securities Regulatory Committee and with reference to the current corporate governance, the Company has carried out several special activities including self-inspection, commenting and rectification. Progress has been made. The Company provided regular professional training to subsidiaries' management personnel at all levels, introduced new policies of regulatory authorities to subsidiaries timely, and strengthened their awareness of normative operation to minimize violation of regulations arising from ignorance; The Company adopted the system of law commissioners who are assigned to subsidiaries to participate in contract entering, negotiation and other major operations, controlling legal risks from potential sources.

Currently, the Company does not compete within its industry peers. To regulate and reduce connected transactions, the Company will enhance the execution of relevant regulations, rationally adjust business structure and improve corporate governance in a continuous manner.

The Company has passed its resolutions on insider management procedures on its Fourth 14th Board meeting (February 10, 2010), and will strictly execute it.

(II). Shareholder meeting

meeting	Date of meeting	Name of meeting resolutions	Resolution results	Website Search for publishing the resolutions	Date of publishing the resolutions
Annual General Meeting for 2011	March 30, 2012		All resolutions passed and resolved	www.sse.com.cn	March 31, 2012
First Extraordinary General Meeting of 2012	February 7, 2012		All resolutions passed and resolved	www.sse.com.cn	Feb 8, 2012
Second Extraordinary General Meeting of 2012	April 16, 2012		All resolutions passed and resolved	www.sse.com.cn	April 17, 2012
Third Extraordinary General Meeting of 2012	June 4, 2012		All resolutions passed and resolved	www.sse.com.cn	June 5, 2012
Fourth	July 4, 2012		All resolutions	www.sse.com.cn	July 5, 2012

Extraordinary General Meeting of 2012			passed and resolved		
Fifth Extraordinary General Meeting of 2012	July 20, 2012		All resolutions passed and resolved	www.sse.com.cn	July 21, 2012
Sixth Extraordinary General Meeting of 2012	August 15, 2012		All resolutions passed and resolved	www.sse.com.cn	August 16, 2012
Seventh Extraordinary General Meeting of 2012	December 27, 2012		All resolutions passed and resolved	www.sse.com.cn	December 28, 2012

1. Below resolutions were passed at 2011 general meetings:
 - 1) Review report on the work of the Board of Directors for the year 2011;
 - 2) Review report on the work of the supervisory committee for the year 2011;
 - 3) Review the Company's 2011 Annual Report and Summary;
 - 4) Review the Company's 2011 annual financial report on the accounts;
 - 5) Review the report for 2011 profit distribution plan;
 - 6) Review and propose the provision for the Company's 2012 annual public charity funds;
 - 7) Review the motion to renew engagement with PricewaterhouseCoopers as the company's 2012 annual financial auditing firm;
 - 8) Review the motion to provide guarantee for the Hangzhou Vantone Real Estate Co., Ltd.;
 - 9) Review the motion of 2012 annual long-term incentive plan;
 - 10) Review the motion to elect Mr. Li Meng as the Director to the Company's fifth Board of Directors

2. The Company's 2012 first extraordinary shareholder meeting approved below resolutions:
 - 1) Resolution to provide guarantee to its fully-owned subsidiary Tianjin Wanhua Real Estate Co., Ltd. for a trust fund of 60 million RMB.
 - 2) Resolution to provide guarantee to its fully-owned subsidiary Tianjin Wanhua Real Estate Co., Ltd. for a construction project of 83,396,562 Yuan.
 - 3) Resolution to provide guarantee to its non-fully-owned subsidiary Tianjin Eco-city Wantuo Real Estate Co., Ltd. for a construction project of 23,383,775.21Yuan.
 - 4) Resolution to provide guarantee to its subsidiary Tianjin Vantone Fashion Real Estate Co., Ltd. for a trust fund of 27,038,884yuan.

3. The Company's 2012 second extraordinary shareholder meeting approved below resolutions:
 - 1) Resolution to provide guarantee to its subsidiary Beijing Guangxia Fucheng Real Estate Co., Ltd for a bank loan application from the Beijing branch of Guangdong Development Bank Co., Ltd. totaling 450 million Yuan.
4. The Company's 2012 third extraordinary shareholder meeting approved below resolutions:
 - 1) Resolution to modify the relevant provisions of the Articles of Association of the Company;
5. The Company's 2012 fourth extraordinary shareholder meeting approved below resolutions:
 - 1) Resolution to provide guarantee to Tianjin Chengkai Real Estate Co., Ltd. for 150.4 million RMB;
6. The Company's 2012 fifth extraordinary shareholder meeting approved below resolutions:
 - 1) Resolution to provide guarantee to Beijing Vantone Longshan Tiandi Real Estate Co., Ltd. for 100 million RMB;
7. The Company's 2012 sixth extraordinary shareholder meeting approved below resolutions:
 - 1) Resolution to resolve the motion of the Company's 2012 semi-annual profit distribution plan;
 - 2) Resolution to elect Mr. Song Xingkai as the supervisor for the Company's fifth Supervisory Committee;
 - 3) Resolution to modify certain terms in the Company's Articles of Association.
8. The Company's 2012 seventh extraordinary shareholder meeting approved below resolutions:
 - 1) Resolution to provide guarantee to Beijing Guangxia Fucheng Real Estate Co., Ltd for a loan application from Huarun Shenguo Trust and Investment Trust Co., Ltd. of 200 million Yuan.

(III). Director's Performance of their Duties

1. Attendance of the Board meetings and Shareholder Meetings by Directors and Shareholders

Name of Directors	Whether an Independent Director	Attendance of the Board meetings by Directors						Attendance of the Shareholder Meetings by Shareholders
		Required attendance of Board meetings in the year	Attending in person (times)	Attending by way of telecommunication	Attending by proxy (times)	Absence (times)	Whether attending by proxy twice in a row	Number of attendance of Shareholder meetings

Xu Li	No	12	12	10	0	0	No	8
Yao Peng	No	12	12	10	0	0	No	1
Yun Dajun	No	12	12	10	0	0	No	1
Zheng Yi	No	12	12	10	0	0	No	1
Wang Wei	No	2	2	1	0	0	No	0
Sun Hua	No	12	12	10	0	0	No	1
Zhang Guoan	No	12	12	10	0	0	No	1
Peng Xuefeng	Yes	12	12	10	0	0	No	1
Wang Bing	Yes	12	12	10	0	0	No	1
Yu Xiaolei	Yes	12	12	10	0	0	No	1
Du Lihong	Yes	12	12	10	0	0	No	1
Li Meng	No	9	9	8	0	0	No	1

Number of Board meetings held during the year	12
Including: On-site meeting	2
Meetings held by way of telecommunication	10
Meetings held by way of a combination of on-site meeting and telecommunication	0

2. Objections raised by the Independent directors on relevant matters

During the reporting period, the independent directors did not challenge the resolutions of the Board of Directors of non-Board related resolutions of the Company for the year.

(IV). Significant comments and recommendations raised by the Special Committee under the Board in fulfilling fiduciary duties during the reporting period.

During the reporting period, Audit Committee carried out two primary tasks. First, established and improved internal control system, which is responsible for the company's internal control work in accordance with relevant provisions of the regulatory authorities; Second, fully participated in the company's 2012 annual financial audit work, and provided relevant resolutions and issued relevant documents.

During the reporting period, the Compensation Committee completed management performance evaluation and improved remuneration policies.

(V). Statement of risk factors detected by the Company's Supervisory Committee.

There is no objection raised by Supervisory Committee during the reporting period.

(VI). Statement of Company in its inability to guarantee the independence and independent operations in association of its controlling shareholder in the business, personnel, assets, organization and financial areas.

None

(VII). Evaluation system for the senior management team during the reporting period and the establishment and implementation of incentive mechanism.

During the reporting period, the Company established the remuneration standards for Directors, Supervisors and senior management with reference to the industry average, job duties, and performance and in accordance with the resolutions regarding the compensation and profit distribution plan for Director, Supervisory and senior management as approved on its shareholder meetings and board meetings. From March 30, 2012, the 2012 long-term incentive plan approved by the 2011 Annual General Meeting of shareholders in being carried out.

IX. Internal Control

(I). Statement and update of Internal Control System

Under the joint efforts of the Board of Directors, Supervisory Committee, the Management and the whole staff, the Company has established a complete set of internal control system covering from the level of corporate governance to all levels of its operation process. The Board is in charge of establishment and implementation of a sound and effective internal control system, while the Supervisory Committee exerts supervision of the Board's work thereof. The management is in charge of day-to-day operation of the system. Audit Committee of the Board supervises the establishment and implementation of a sound and effective internal control system as well as the self-assessing thereof. The Audit Department is under direct leadership of the Audit Committee and supervised and guided by Supervisory Committee in conducting its daily work, thus ensuring the independence of its organization, staff and operation.

Reference of the Company's Self-evaluation Report on Internal Control can be found at Shanghai Stock Exchange website <http://www.sse.com.cn> under the press release filed by the Company on March 15, 2013.

(II). Liability Statement of material defects in the Annual Report and Implementation

The Liability Statement of material defects in the Annual Report was considered and approved at the 17th meeting of the fourth Board meeting of the Company on 8 March, 2011.

- 1) No material accounting errors corrected during the reporting period
- 2) No material omissions added during the reporting period
- 3) No performance forecast amended during the reporting period

Beijing Vantone Real Estate Co, Ltd. 2012 Annual Report

X. inancial Report

The Company's annual financial report has been audited by Liu Lei and PengXiaofeng from PricewaterhouseCoopers ZhongTian CPAs Li mited Company, who issued a standard unqualified Auditors' Report for the Company.

(I). Auditor's report

Auditor's report

(2013) PricewaterhouseCoopers ZhongTianShenZi No.10002

(Page one, total of 2 pages)

To all shareholders of Beijing Vantone Estate Company Limited:

We have audited the accompanying financial statements of Beijing Vantone Real Estate Company Limited (the Company), which contains Balance Sheet and Consolidated Balance Sheet as at 31 December 2012, Income Statement and Consolidated Income Statement, Statement of Changes in Equity and Consolidated Statement of Changes in Equity, Cash Flow Statement and Consolidated Cash Flow Statement as well as Notes to Financial Statements for the year 2012.

(I). Management's Responsibility for the Financial Statements

Management of the Company is responsible for the preparation and fair presentation of these financial statements in accordance with China Accounting Standards. The responsibilities include:

- 1) Preparing financial statements in accordance with the Accounting Standards for Business Enterprises so as to ensure fair presentation thereof;
- 2) Design, implementation and maintain internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error,

(2013) PricewaterhouseCoopers Zhong Tian Shen Zi No.10002

(Page two, total of 2 pages)

(II). Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Auditing Standards of Chinese Certified Public Accountants. Those standards require that we comply with ethical codes for Chinese certified public accountants, plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the certified public accountants consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

(III). Audit Opinion

In our opinion, the financial statements present fairly, in all material respects, the consolidated financial position and financial position of Vantone Real Estate as of 31 December 2012, and the consolidated operating results and operating results as well as the cash flows of Vantone Real Estate for the year 2011 in accordance with Accounting Standard for Business Enterprises.

PricewaterhouseCoopers Zhong Tian
CPAs Limited Company
China Shanghai
March 13 2013

Certified Public Accountant Liu Lei
Certified Public Accountant Peng Xiaofeng

Beijing Vantone Real Estate Co, Ltd. 2012 Annual Report

(I). Financial Statement

Aggregate Balance Sheet

Dec.31st, 2012

Company Name: Beijing Vantone Real Estate Co., Ltd.

MONETARY UNIT: Yuan Currency: RMB

Projects	notes	Balance at the end of year	Balance at the beginning of year
Current Assets			
Cash	V (1)	1,738,332,325	1,673,278,966
Provision of settlement fund			
Lendings to Banks and Other financial institutions			
Financial assets held for trading			
Notes receivable			
Accounts receivable	V (2)	1,565,322	21,432,641
Advance to Suppliers	V (4)	486,684,194	459,547,001
Insurance premiums receivable			
Reinsurance accounts Receivable			
Provision for reinsurance accounts receivables			
Accrued interest receivable			
Dividend receivable			
Other receivable	V (3)	581,406,706	452,884,894
Redemptory monetary capital for Sale			
Inventories	V (5)	4,539,895,859	5,190,060,797
Current portion of non-current assets			87,893
Other current assets			
Total current assets		7,347,884,406	7,797,292,192
Non-current assets:			
Loans and payments on behalf			
Available for sale financial assets	V (6)	140,000,000	140,000,000
Held to maturity Investment			
Long term accounts receivable	V (15)	227,898,297	221,504,714
Long term equity investment	V (7)	434,623,725	577,484,748
Investment real estate	V (9)	750,401,916	775,246,777

Beijing Vantone Real Estate Co, Ltd. 2012 Annual Report

Fixed assets	V (10)	32,739,683	38,709,850
Construction in process			
Construction supplies			
Disposal of fixed assets			
Production of biological assets			
Oil and natural gas assets			
Intangible assets	V (11)	853,204	963,133
Research and development cost			
Goodwill			
Long-term deferred expenses	V (13)	16,138,427	23,771,557
Deferred income tax Assets	V (14)	143,467,290	80,791,065
Other non-current assets	V (16)	1,652,000,000	1,652,000,000
Other non-current assets		3,398,122,542	3,510,471,844
Total assets		10,746,006,948	11,307,764,036
CURRENT LIABILITIES:			
Short-term borrowings	V (18)	278,819,221	383,864,514
Borrowings from the central bank			
Deposits and interbank deposits			
Deposit funds			
Financial assets held for liabilities			
Notes payable			
Accounts payable	V (19)	1,180,707,848	1,066,716,450
Advance from customers	V (20)	1,300,048,840	2,019,514,690
Funds from sales of financial assets with repurchase agreement			
Commission payable			
Payroll payable	V (21)	62,379,891	67,303,837
Tax payable	V (22)	598,699,674	560,691,799
Accrued interest payable	V (23)	23,201,941	35,190,891
Dividend payable			
Other accounts payable	V (24)	163,432,845	120,445,692
Reinsurance payables			
Provision for insurance contracts			
Funds received as agent for securities trading			
Funds received as agent for securities underwriting			
Current portion of non-current assets	V (25)	530,495,368	847,872,000

Beijing Vantone Real Estate Co, Ltd. 2012 Annual Report

Other current liabilities			
Total current liabilities		4,137,785,628	5,101,599,873
Non-current liabilities			
Long-term borrowings	V (26)	702,283,250	1,023,460,350
Bonds payable	V (27)	993,936,866	991,015,263
Long-term accounts payable	V (28)	77,898,297	71,504,714
Special accounts payable			
Accrued liabilities			
Deferred tax liabilities			
Other non-current Liabilities	V (29)	808,751,170	343,601,134
Total non-current liabilities		2,582,869,583	2,429,581,461
Total liabilities		6,720,655,211	7,531,181,334
Owner' equity (or shareholders):			
Paid-in Capital (or capital stock)	V (30)	1,216,800,000	1,216,800,000
Capital surplus	V (31)	986,682,960	986,682,960
Minus: Treasury share			
Special reserve			
Surplus reserve	V (32)	135,210,154	122,014,669
Provision for general risks			
Undistributed profits	V (33)	1,186,423,121	970,789,319
Exchange differences on translating foreign operations		-2,208,526	-2,304,350
Total owner' equities of parent company		3,522,907,709	3,293,982,598
Minority interests	V (34)	502,444,028	482,600,104
Total Owner' Equities		4,025,351,737	3,776,582,702
Total Liabilities and Owner' equities		10,746,006,948	11,307,764,036

Legal Representative: Xu Li Accountant: Xu Xiaoyang Accountant Officer: Shi Ying

Balance Sheet of Parent CompanyDec.31st,2012

Company Name: Beijing Vantone Real Estate Co., Ltd.

MONETARY UNIT:Yuan Currency: RMB

Projects	Notes	balance at the end of year	balance at the beginning of year
Current Assets:			
Cash		313,088,286	398,090,312
Financial assets held for trading			